

THE AMAZING SPIDER-MAN®



MARVEL MASTERWORKS®
BY STAN LEE & STEVE DITKO

VOL
1

MARVEL

THE AMAZING SPIDER-MAN®



MARVEL MASTERWORKS
BY STAN LEE & STEVE DITKO

VOL
1

MARVEL

© 2011 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

MARVEL

THE MARVEL MASTERWORKS PROUDLY PRESENT THE WORLD'S MOST FAMOUS COMICS AND SUPER HEROES FROM THEIR VERY BEGINNINGS IN A SERIES OF PAINSTAKINGLY RESTORED ARCHIVAL VOLUMES.

COLLECTING AMAZING FANTASY #15
& THE AMAZING SPIDER-MAN #1-10

AMAZING FANTASY

12¢

15
AUG.

APPROVED
BY THE
COMICS
CODE
AUTHORITY

M
C

THOUGH
THE WORLD
MAY MOCK
PETER
PARKER,
THE TIMID
TEEN-
AGER...

INTRODUCING

SPIDER MAN

...IT WILL
SOON MARVEL
AT THE
AWESOME
MIGHT OF...
SPIDER-MAN!

ALSO IN THIS ISSUE:

AN IMPORTANT
MESSAGE TO
YOU, FROM THE
EDITOR--ABOUT
THE NEW
AMAZING!



SPIDER-MAN!

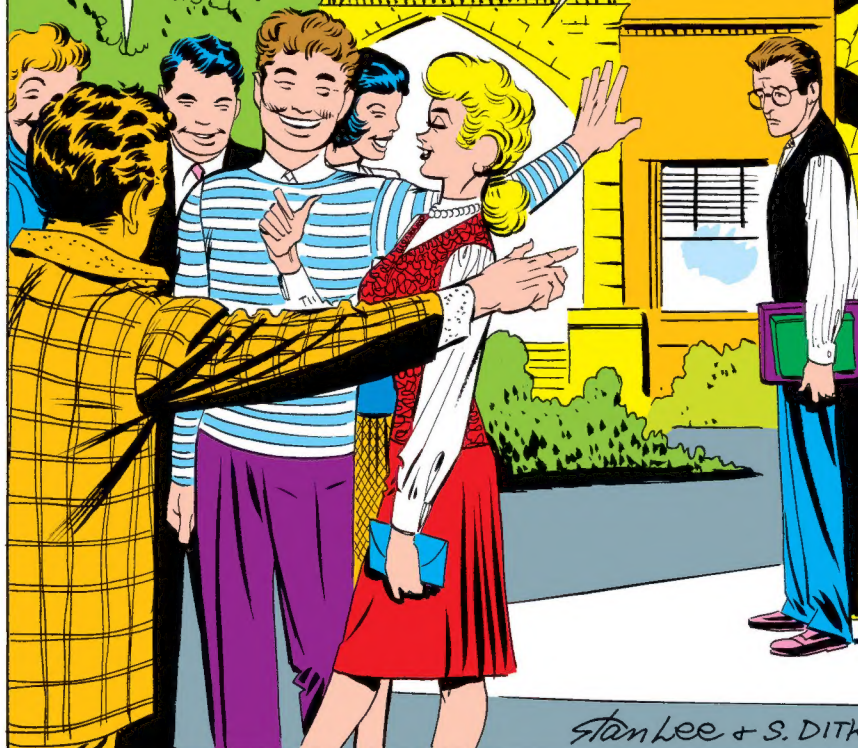


LIKE COSTUME HEROES? CONFIDENTIALLY, WE IN THE COMIC MAG BUSINESS REFER TO THEM AS "LONG UNDERWEAR CHARACTERS"! AND, AS YOU KNOW, THEY'RE A DIME A DOZEN! BUT, WE THINK YOU MAY FIND OUR **SPIDERMAN** JUST A BIT... DIFFERENT!

SAY, GANG, WE NEED ONE MORE GUY FOR THE DANCE! HOW ABOUT **PETER PARKER** OVER THERE?

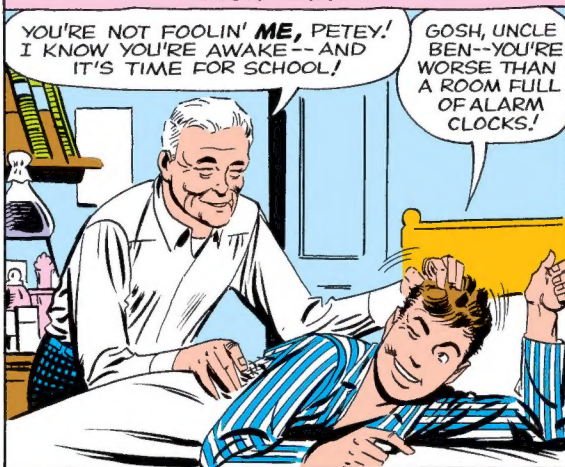
ARE YOU **KIDDIN'**? THAT BOOKWORM WOULDN'T KNOW A CHA-CHA FROM A WALTZ!

PETER PARKER? HE'S MIDTOWN HIGH'S ONLY PROFESSIONAL WALL FLOWER!

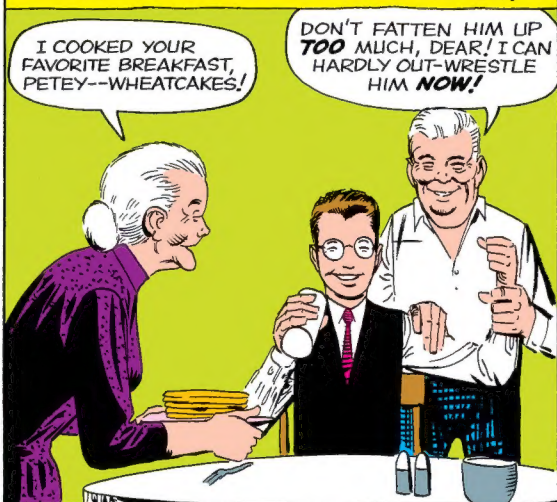


Stan Lee + S. DITKO

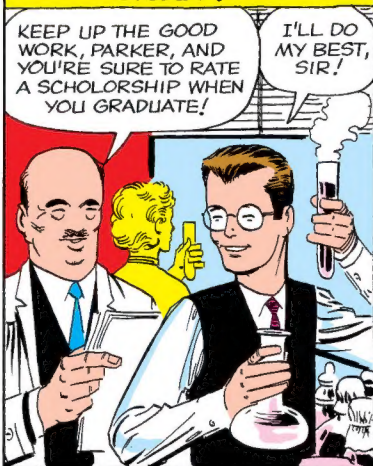
AS YOU MAY HAVE GATHERED, PETER PARKER WAS FAR FROM BEING THE BIGGEST MAN ON CAMPUS! BUT, HIS UNCLE BEN THOUGHT HE WAS A PRETTY SPECIAL LAD...



AS FOR PETE'S AUNT MAY, SHE THOUGHT THE SUN ROSE AND SET UPON HER NEPHEW!



THE FACULTY AT MIDTOWN HIGH WERE ALSO FOND OF THE CLEAN-CUT, HARD-WORKING HONOR STUDENT!



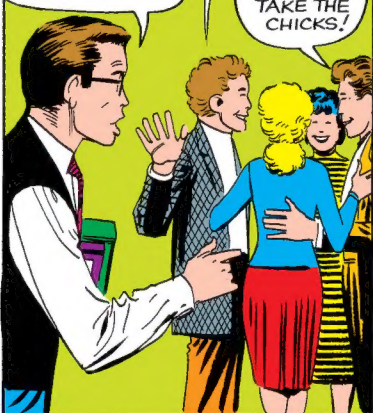
BUT ALAS, OTHER TEEN-AGERS CAN SOMETIMES, UNWITTINGLY, BE SO VERY CRUEL TO A SHY YOUNG MAN...



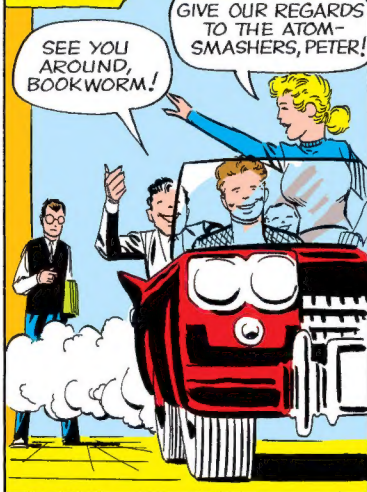
...NOT WHEN DREAM BOATS LIKE FLASH THOMPSON ARE AROUND!



LOOK, THERE'S A GREAT NEW EXHIBIT AT THE SCIENCE HALL TONIGHT! WOULD ANY OF YOU LIKE TO GO WITH ME?

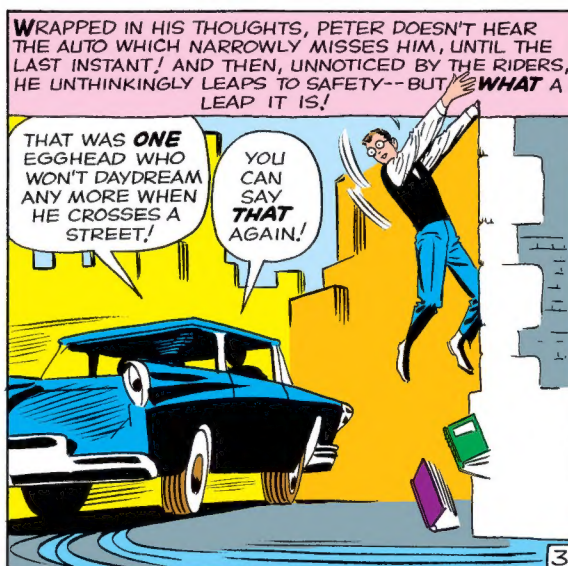
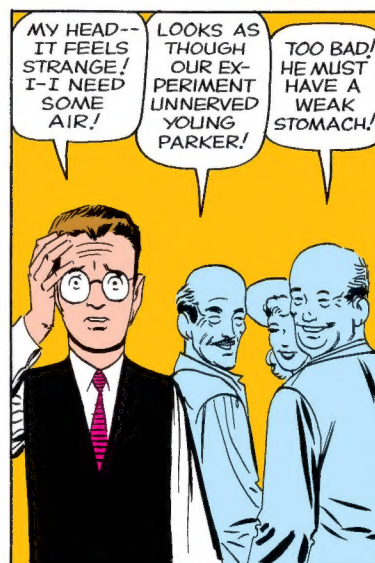
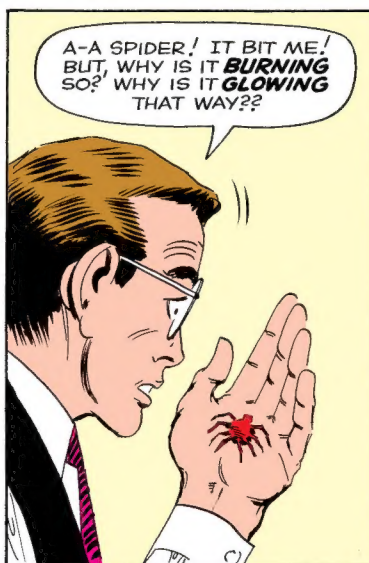
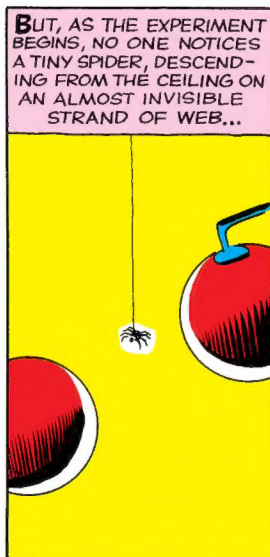
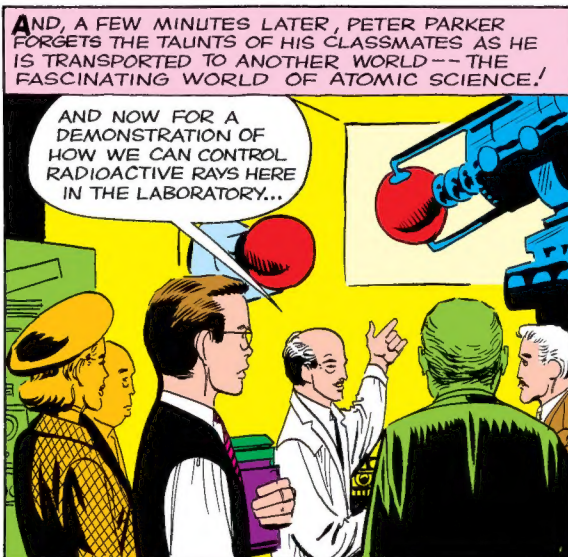


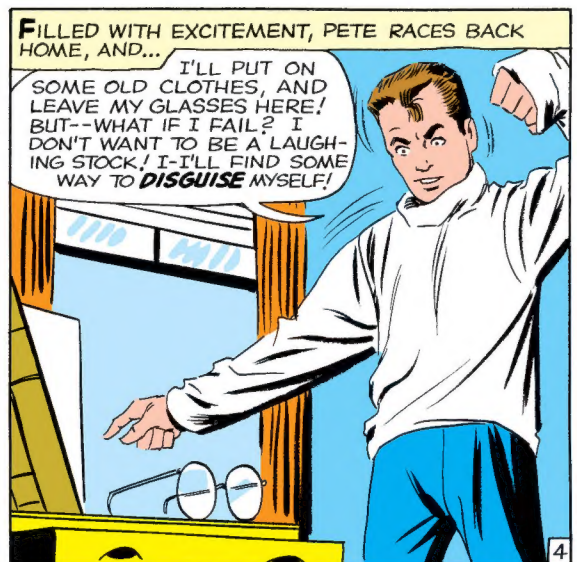
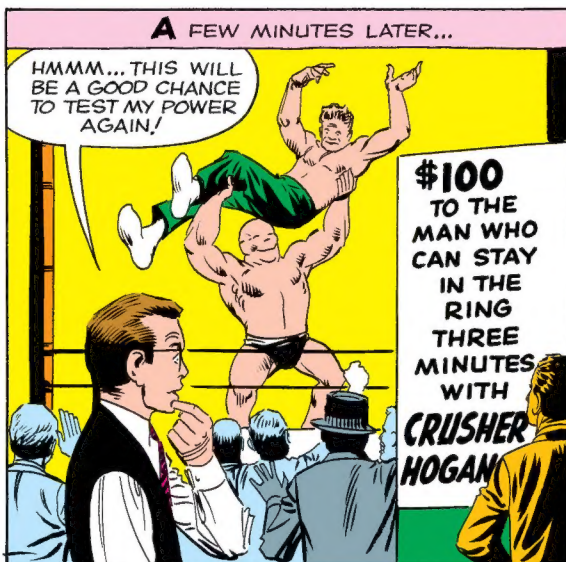
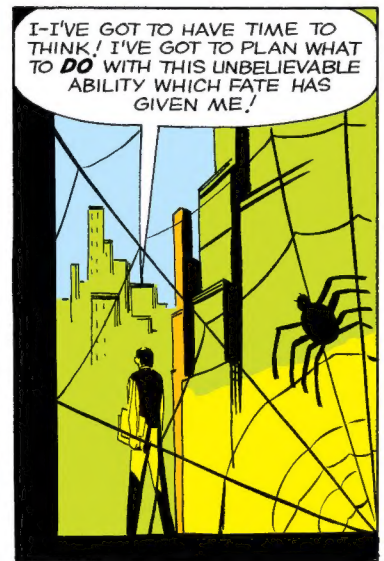
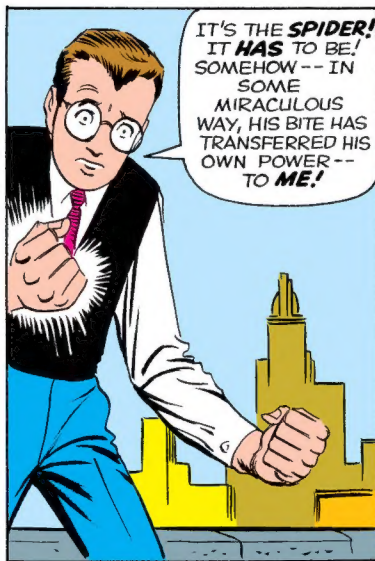
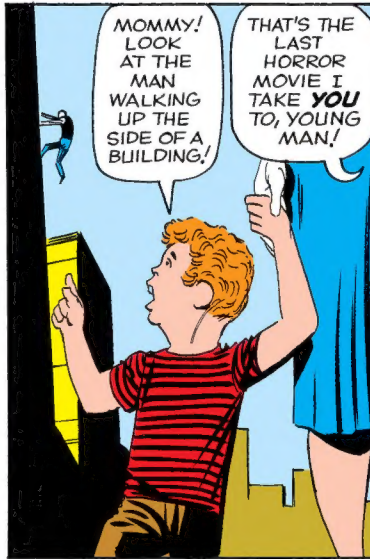
YES, FOR SOME, BEING A TEEN-AGER HAS MANY HEART-BREAKING MOMENTS!

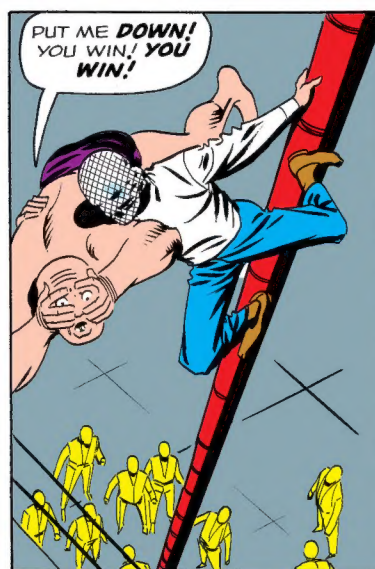
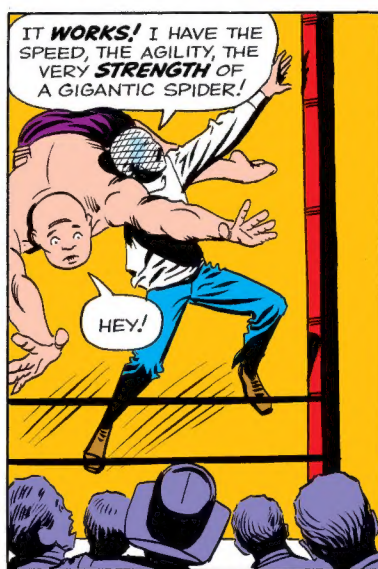
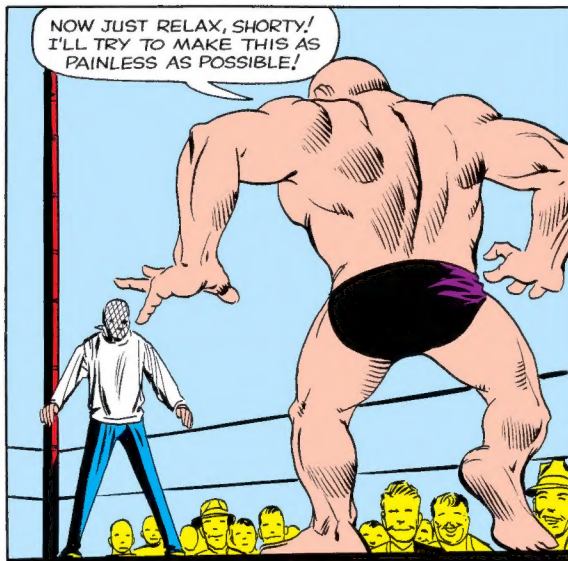
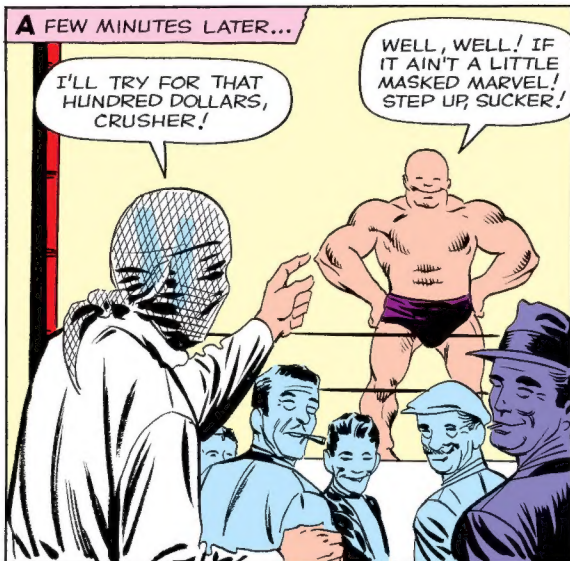


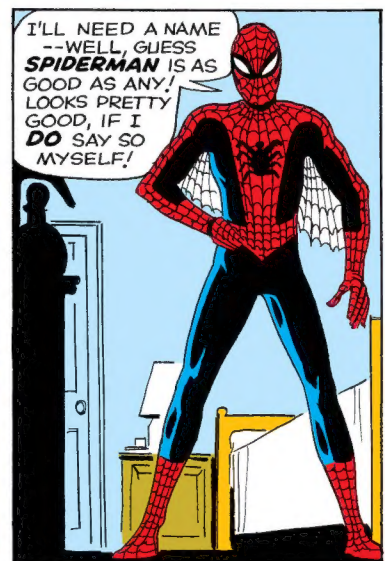
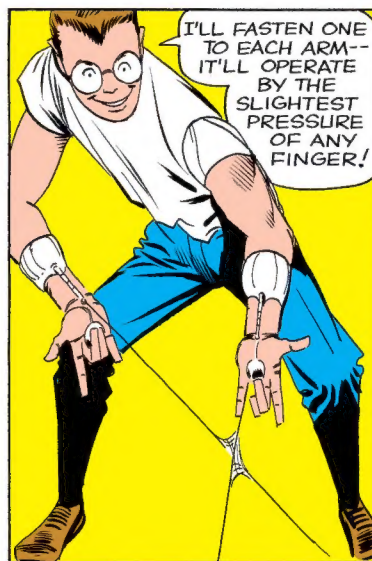
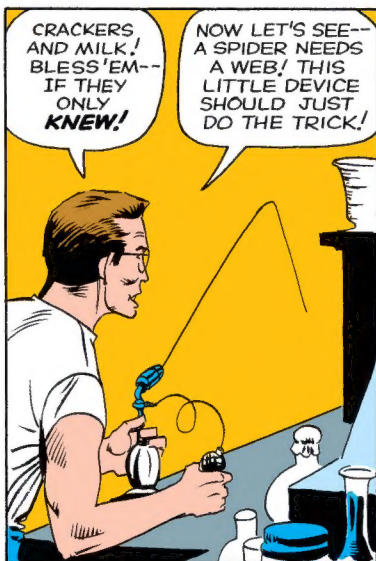
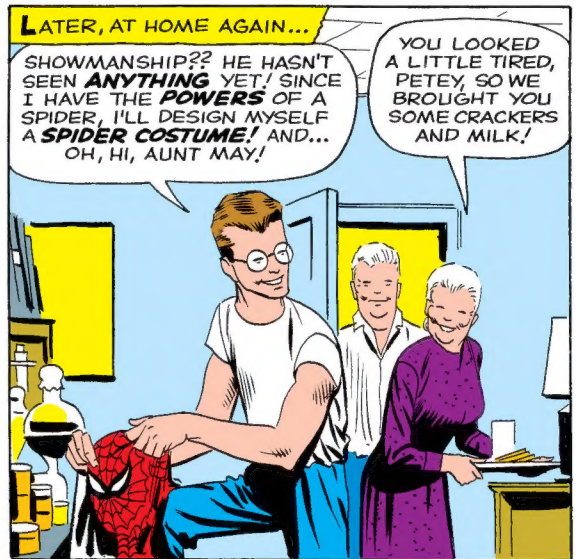
SOME DAY I'LL SHOW THEM! --SOMEBODY SOME DAY THEY'LL BE SORRY! --SORRY THAT THEY LAUGHED AT ME!







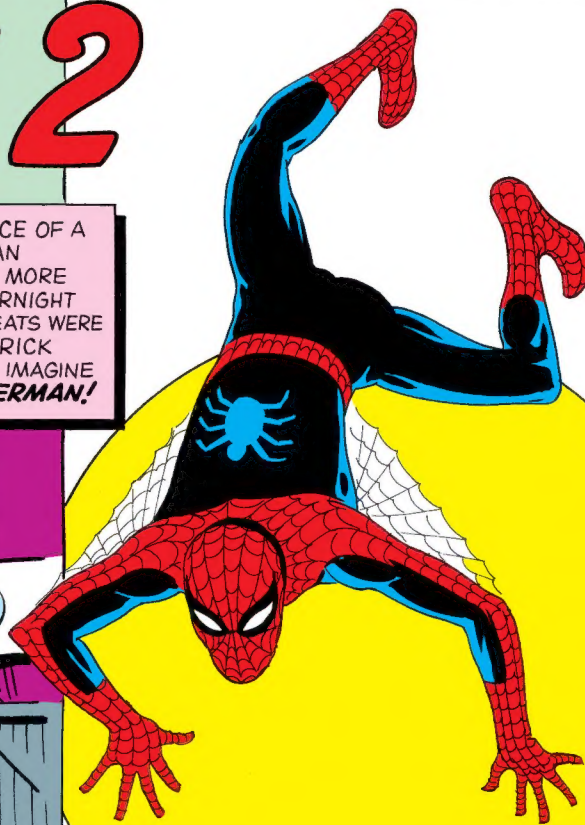




PART 2

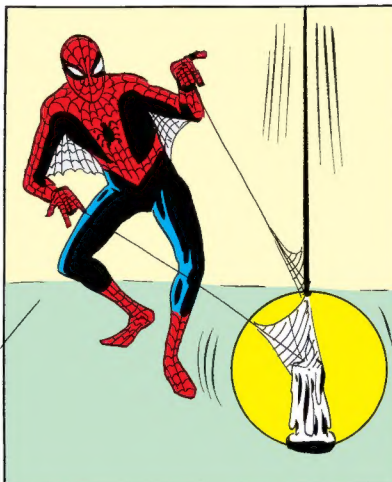
NOW ANYBODY WITH THE INTELLIGENCE OF A SEVEN YEAR OLD KNOWS THAT IF A MAN APPEARED ON TV WHO SEEMED TO BE MORE SPIDER THAN HUMAN, HE'D BE AN OVERNIGHT SENSATION! ESPECIALLY WHEN HIS FEATS WERE PERFORMED WITHOUT THE HELP OF TRICK PHOTOGRAPHY! WELL, YOU CAN JUST IMAGINE HOW THE PUBLIC REACTED TO **SPIDERMAN!**

I'M SEEIN' IT WITH MY OWN EYES, AND I **STILL** DON'T BELIEVE IT!



V-789

SURE THEY LOOK AMAZED, INCREDIBLE, AWE-STRIKEN! WOULDN'T **YOU???**

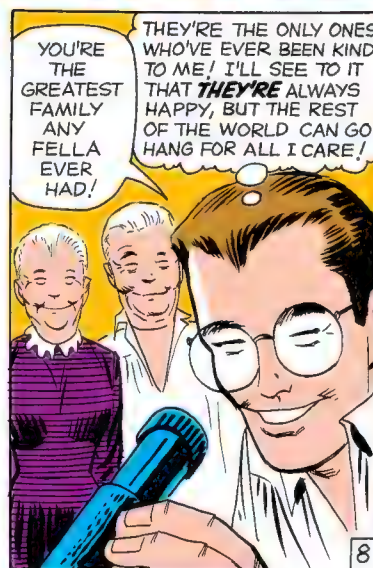
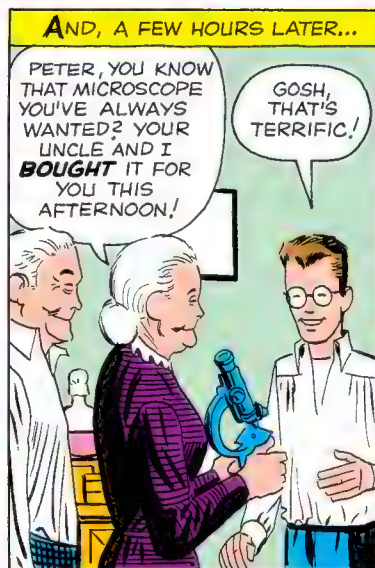


AFTER ALL, WHEN WAS THE LAST TIME **YOU** SAW A MAN WITH HIS OWN FANTASTIC SPIDER WEB???



OKAY, SPIDERMAN-- CUT! THAT'S ENOUGH! DON'T SHOW 'EM **TOO MUCH!** LEAVE 'EM BEGGIN' FOR MORE!

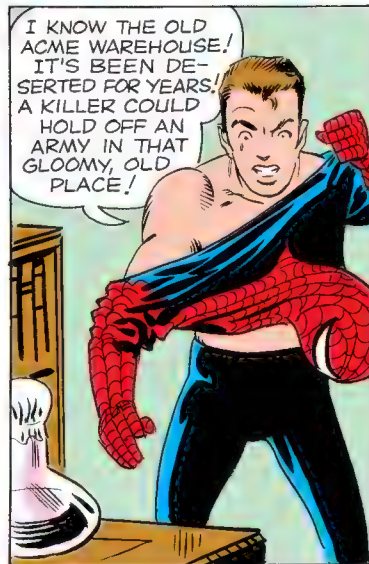
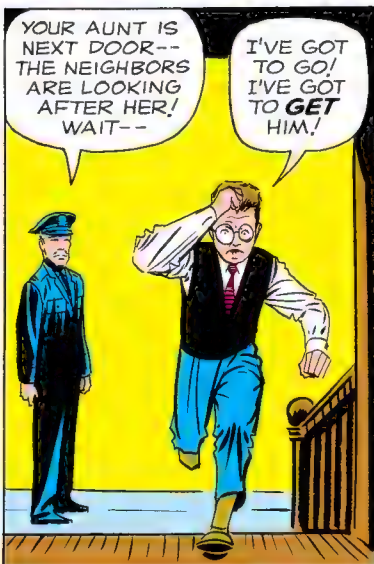
7



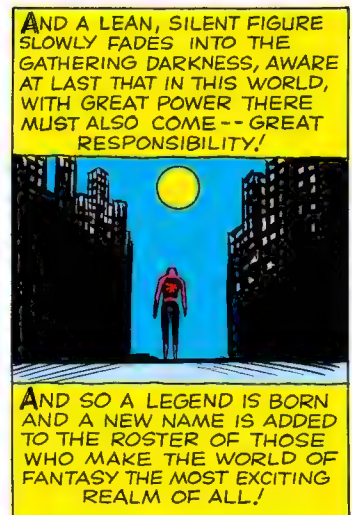
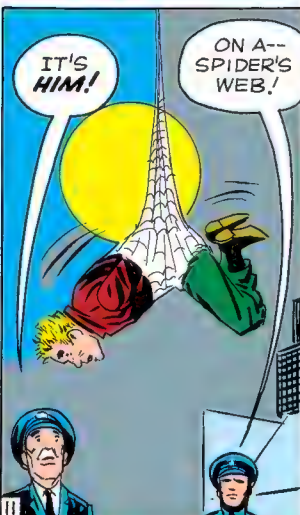
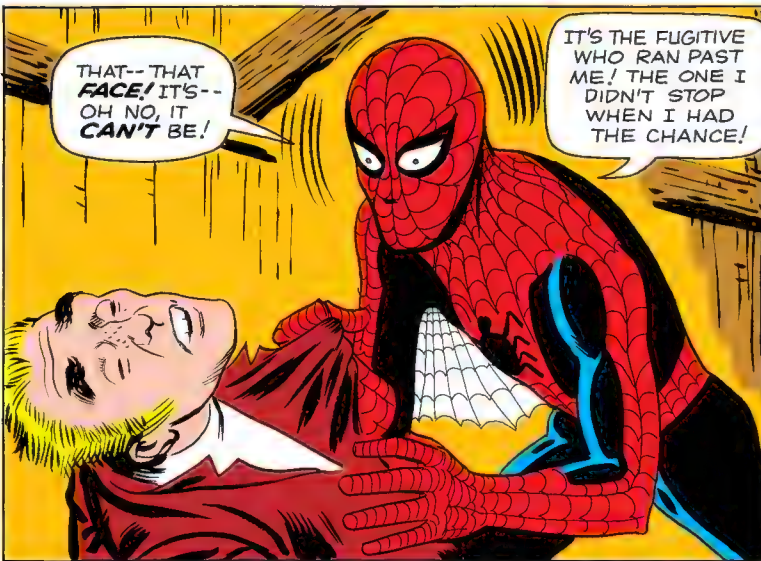
IN THE DAYS THAT FOLLOW, THE **SPIDERMAN** BECOMES THE SENSATION OF THE NATION!



AND, ONE EVENING AS PETER PARKER RETURNS HOME FROM A PERSONAL APPEARANCE...







BE SURE TO SEE THE NEXT ISSUE OF **AMAZING FANTASY** --- FOR THE FURTHER AMAZING EXPLOITS OF AMERICA'S MOST **DIFFERENT** NEW TEEN-AGE IDOL -- **SPIDERMAN!**

the End

IND.

12¢

APPROVED
BY THE
COMICS
CODE
AUTHORITY

M
C

1
MAR.

WWW.MARVEL.COM

the AMAZING SPIDER-MAN

THE
FANTASTIC FOUR
THINK I'M TRAPPED!
BUT THEY DON'T
SUSPECT MY
REAL POWER!

2
GREAT
FEATURE-LENGTH
SPIDER-MAN
THRILLERS!



EXTRA ADDED ATTRACTION: SPIDER-MAN MEETS THE FANTASTIC FOUR, AS
"the CHAMELEON STRIKES!"

(c) 2009 Marvel Characters, Inc. All rights reserved.

SPIDER-MAN

SCRIPT: STAN LEE • ART: STEVE DITKO • LETTERING: JOHNNY DEE

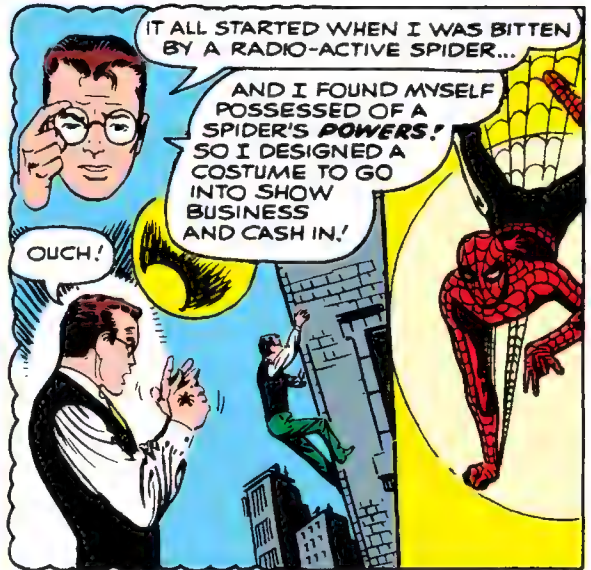
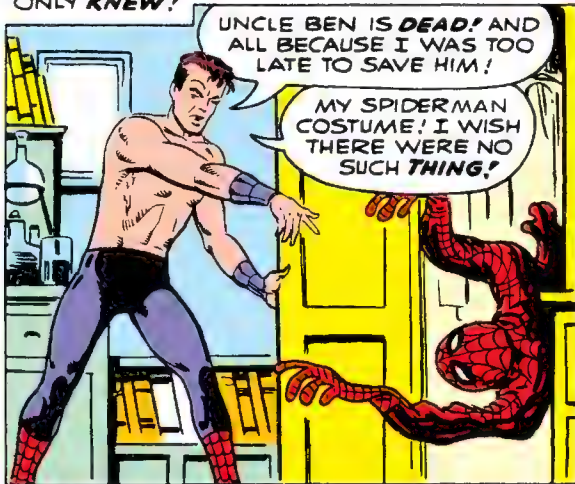
NOTE: SPIDER-MAN FIRST APPEARED AS A FEATURE IN **AMAZING FANTASY** #15 AUG.! SO GREAT WAS YOUR RESPONSE VIA LETTERS AND POSTCARDS, THAT IT WAS DECIDED TO GIVE HIM HIS OWN MAGAZINE! A BRIEF SUMMARY FOLLOWS...

FREAK!
PUBLIC
MENACE!



SURE, YOU'VE READ MANY STORIES ABOUT MANY DIFFERENT MAGAZINE HEROES! BUT THERE'S NEVER BEEN A STORY LIKE THIS ONE-- BECAUSE THERE'S NEVER BEEN A HERO LIKE---
SPIDERMAN!

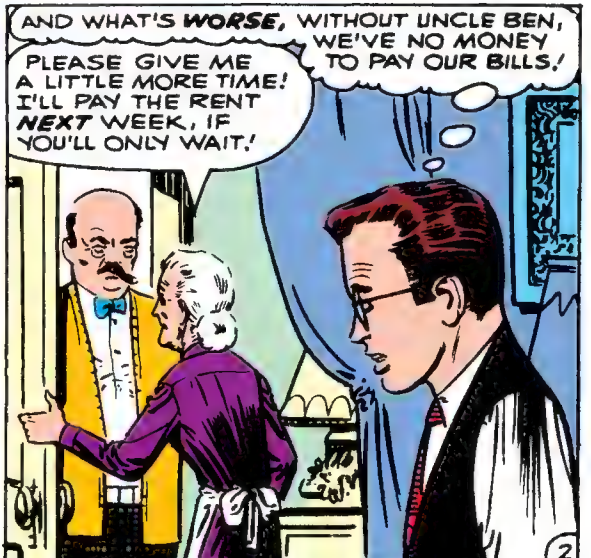
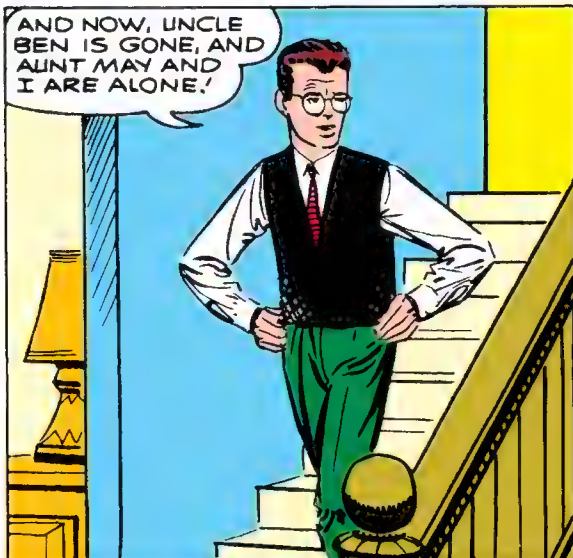
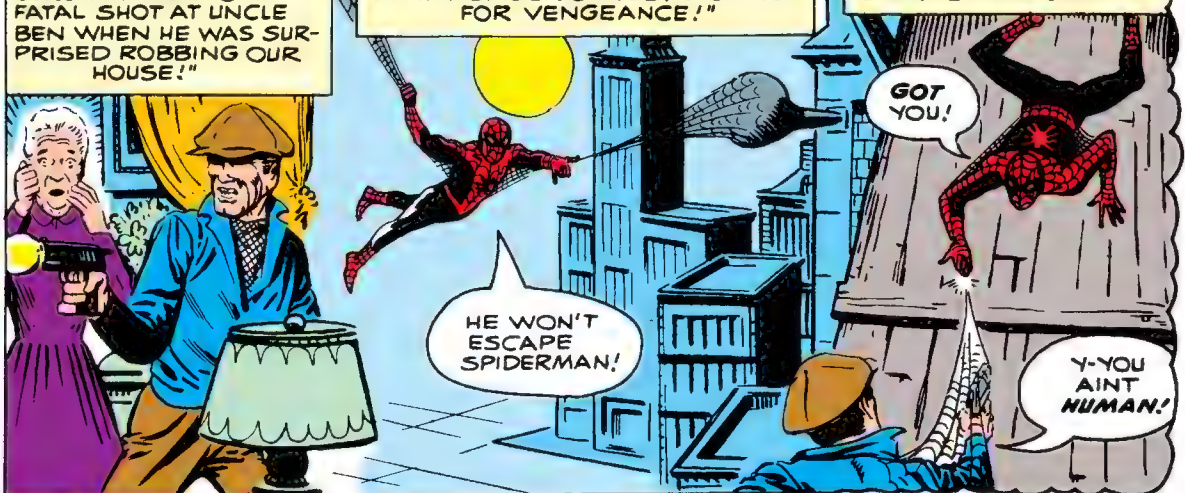
OUR SCENE IS THE BEDROOM OF PETER PARKER, THE TEEN-AGE STUDENT WHOM MANY CONSIDER TO BE A SHY BOOKWORM... BUT, OH, IF THEY ONLY **KNEW!**

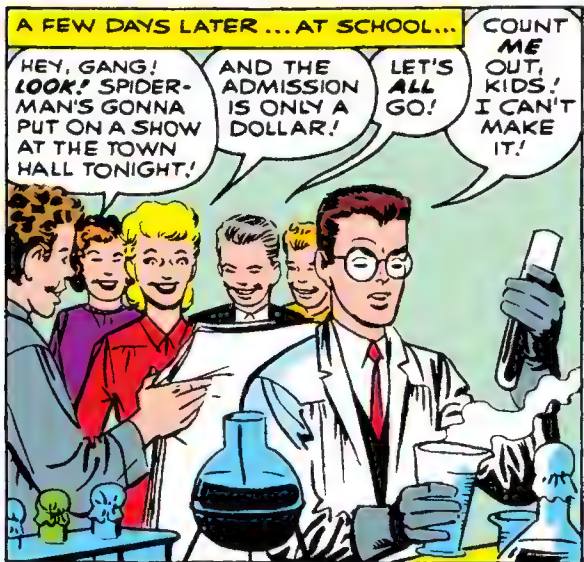
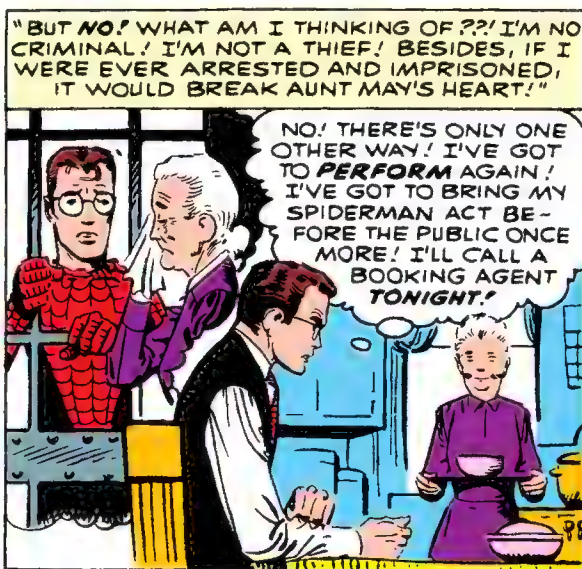
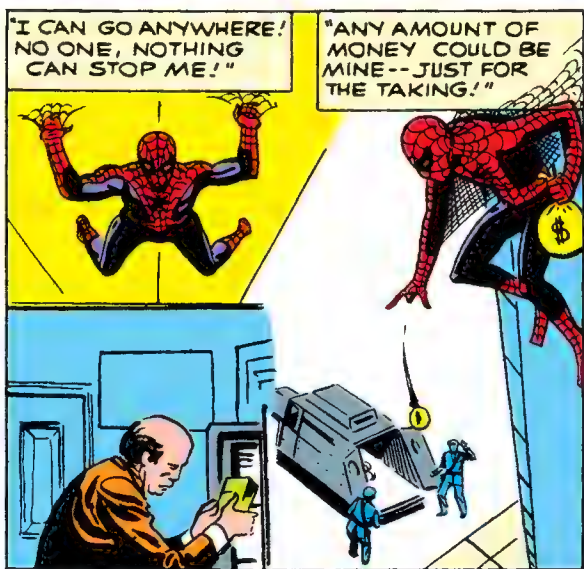
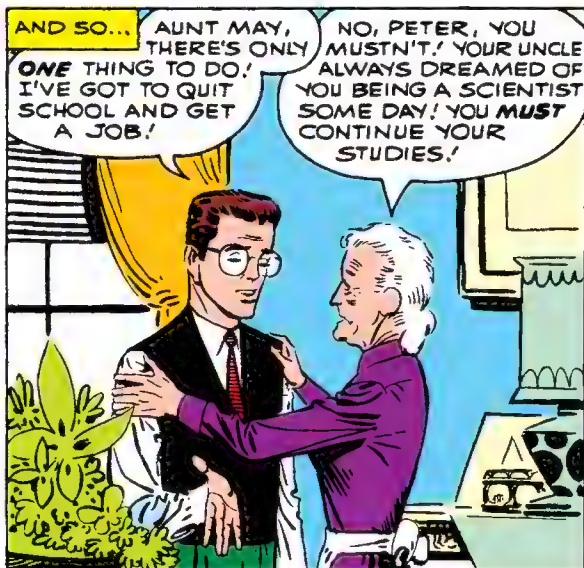


BUT WHILE I WAS BUSY SHOWING OFF, AN ARMED BURGLAR FIRED ONE FATAL SHOT AT UNCLE BEN WHEN HE WAS SURPRISED ROBBING OUR HOUSE!

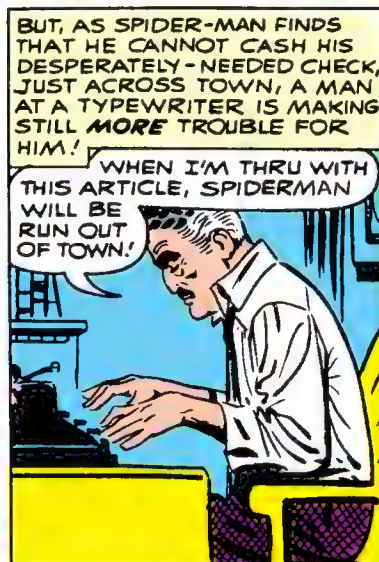
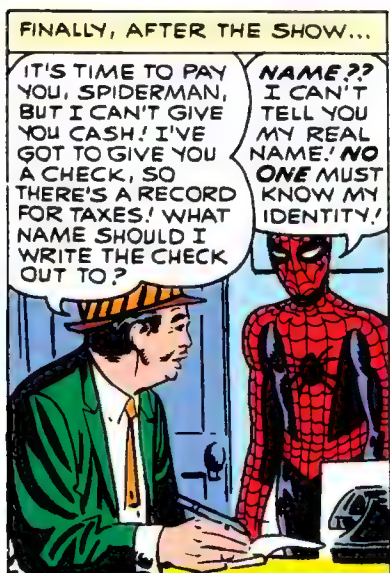
"AS SOON AS I LEARNED WHAT HAD HAPPENED, I SPED THRU THE CITY VIA MY SPIDER'S WEB, LUSTING FOR VENGEANCE!"

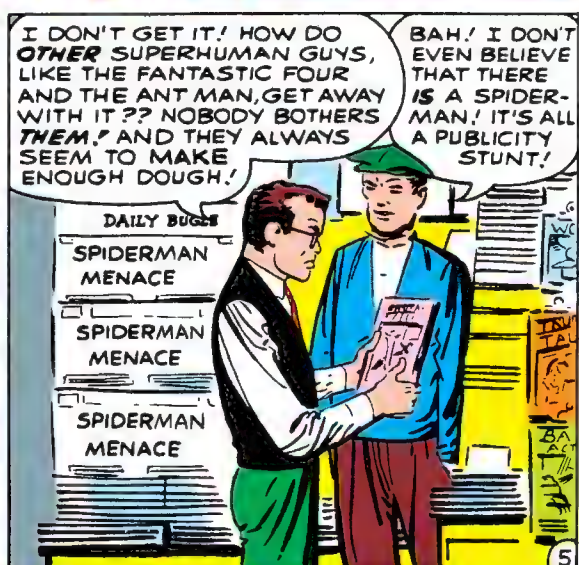
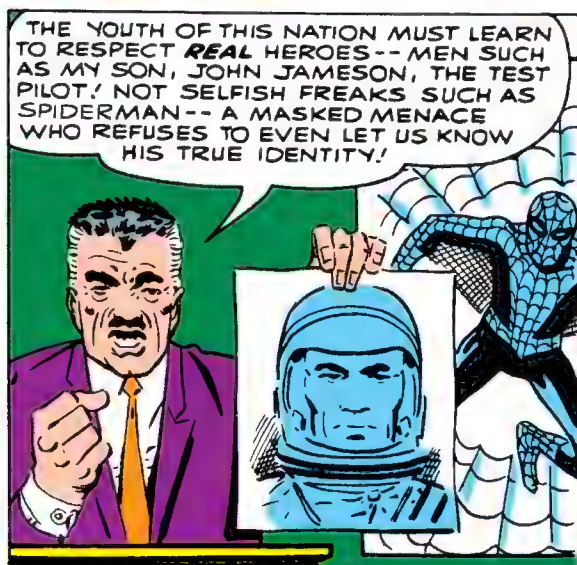
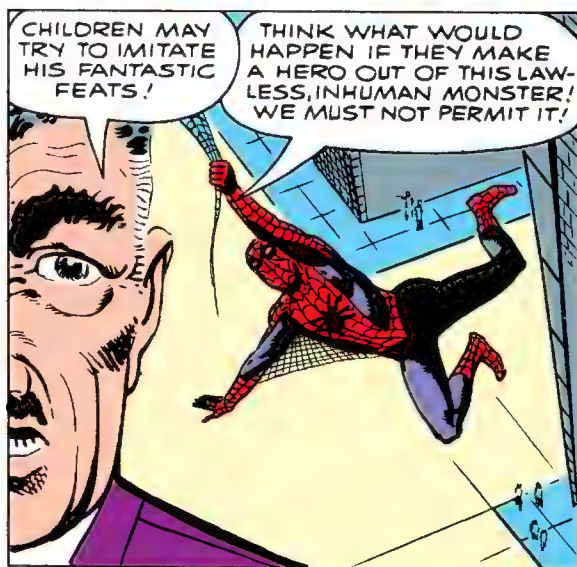
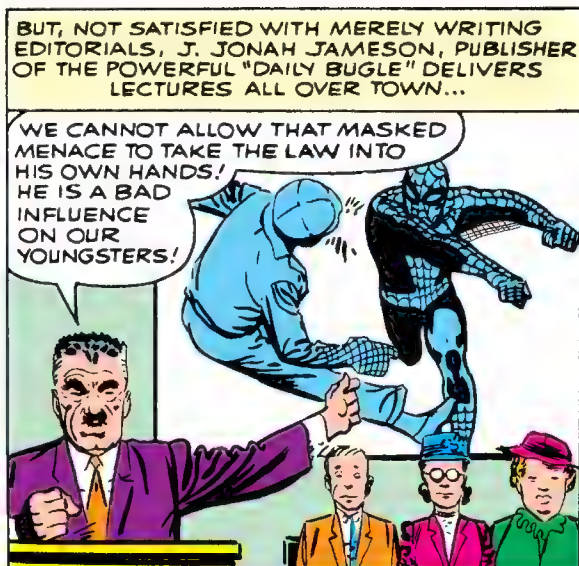
"AND I SOON CAUGHT THE KILLER, AND TURNED HIM OVER TO THE POLICE!"

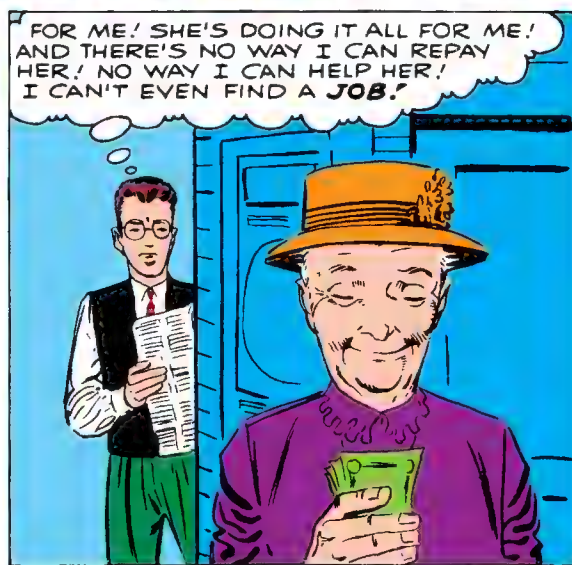
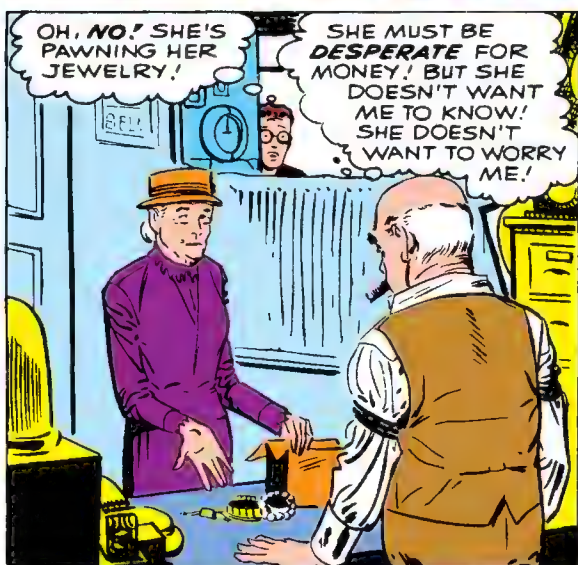
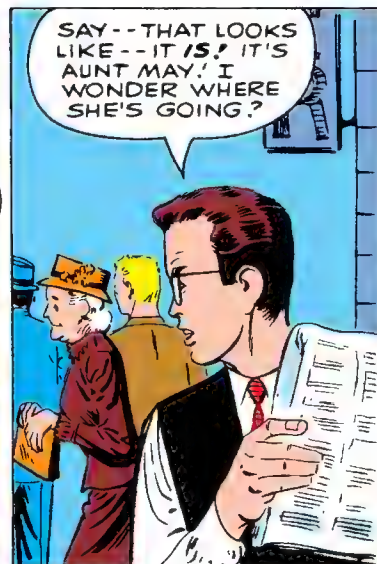
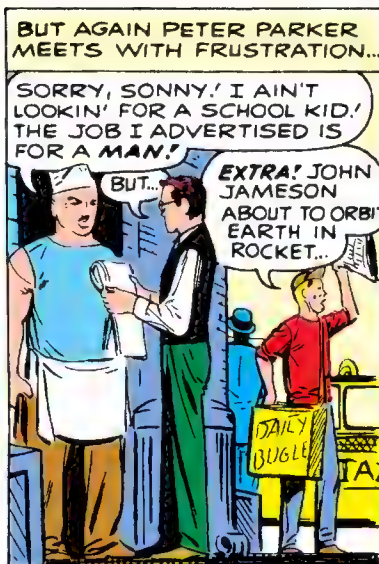




THAT NIGHT, AS THE AUDIENCE IS AMAZED BY SPIDERMAN'S PROWESS, NONE SUSPECT THE **REAL** REASON THAT PETER PARKER COULDN'T BE IN THE AUDIENCE ...







SPIDER-MAN

NEXT DAY, HAVING NOTHING BETTER TO DO, PETER PARKER FINDS HIMSELF AMONG THE SPECTATORS ANXIOUSLY AWAITING THE ORBIT FLIGHT OF JOHN JAMESON.

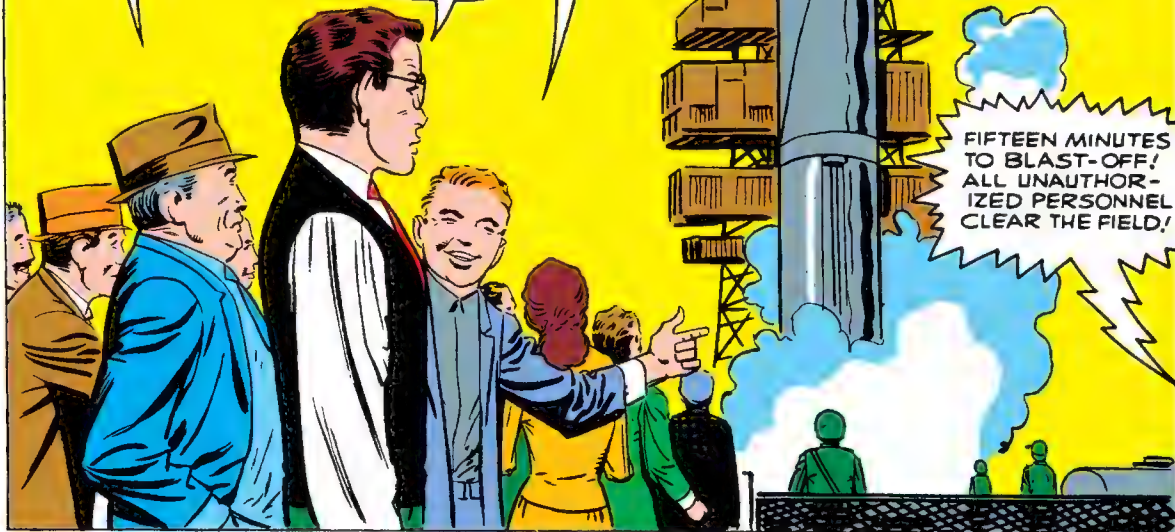
**PART
2**

IT SURE MUST TAKE A LOT OF COURAGE TO GO UP IN ONE OF **THOSE** BABIES!

I'LL BET EVEN **SPIDER-MAN** WOULD THINK TWICE BEFORE VOLUNTEERING FOR **THIS** RIDE, HUH?

I SUPPOSE SO...

FIFTEEN MINUTES TO BLAST-OFF! ALL UNAUTHORIZED PERSONNEL CLEAR THE FIELD!



THIS IS IT, JOHN! MAKE YOUR COUNTRY PROUD OF YOU, SON-- AS PROUD AS I, YOUR FATHER, AM TODAY!

I'LL DO MY BEST, DAD-- I PROMISE!

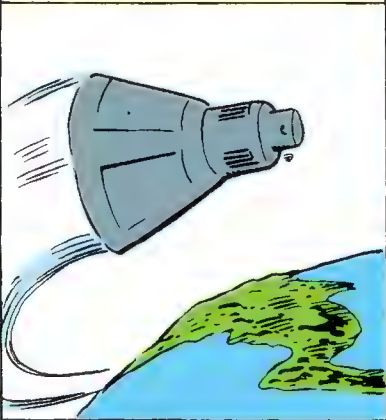
GOOD LUCK TO YOU, BOY!



MINUTES LATER, THE CAPSULE, WITH JOHN JAMESON INSIDE, IS SET IN ORBIT BY A PERFECT LAUNCH ...



BUT THEN, DISASTER STRIKES! A SMALL SECTION OF THE FORWARD GUIDANCE PACKAGE BREAKS LOOSE FROM THE CAPSULE, AND FALLS INTO SPACE...

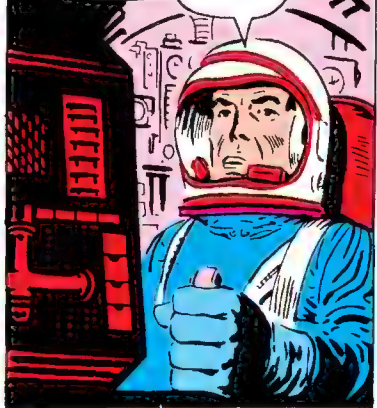


WITHOUT THIS ESSENTIAL GUIDANCE UNIT, THE CAPSULE GOES INTO AN ERRATIC ORBIT, COMPLETELY OUT OF CONTROL!



SOMETHING'S WRONG! I CAN'T CONTROL HER!

THIS FLASHING RED LIGHT! IT CAN MEAN ONLY ONE THING! I'VE LOST THE HEART OF THE GUIDANCE DEVICE! THERE IS NO WAY TO DIRECT THE CAPSULE NOW!



MEANWHILE, MILES AWAY...

WHAT IS IT? WHAT WENT WRONG?

CAPSULE IS OUT OF CONTROL, SIR! COMPONENT 24-3B HAS BROKEN LOOSE! CONDITION RED!

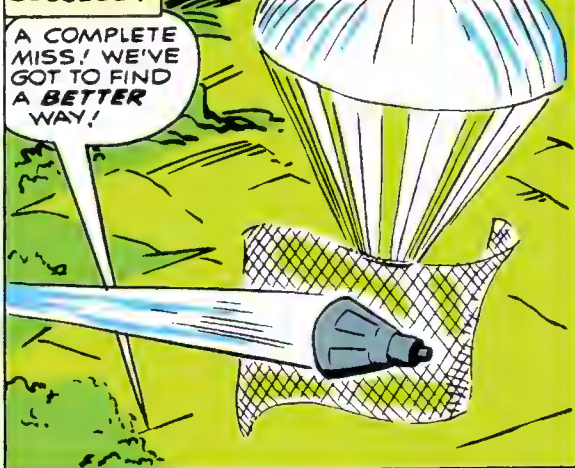


WHAT'S THAT ?? WITHOUT THE MISSING PART HE WILL CONTINUE TO GO INTO LOWER AND LOWER ORBIT UNTIL HE CRASHES TO EARTH!

GENTLEMEN, WE HAVEN'T MUCH TIME! WE MUST FIND **SOME** WAY TO SAVE JOHN JAMESON'S LIFE, EVEN THOUGH THE CAPSULE IS DOOMED!

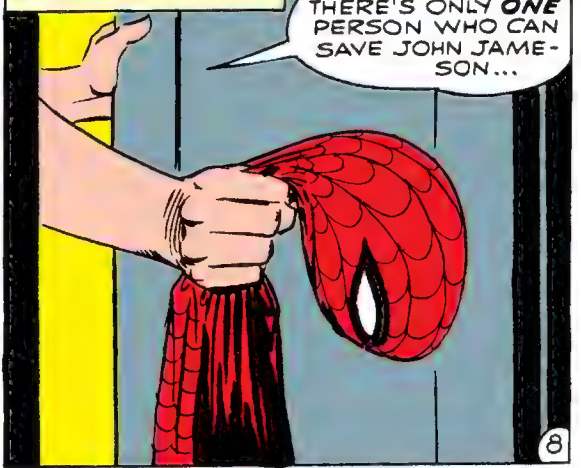


ACTING WITH DESPERATE SPEED, THE SPACE TECHNICIANS ATTEMPT TO DROP A STEEL NET TO CATCH THE CAPSULE, BUT WITH NO SUCCESS!

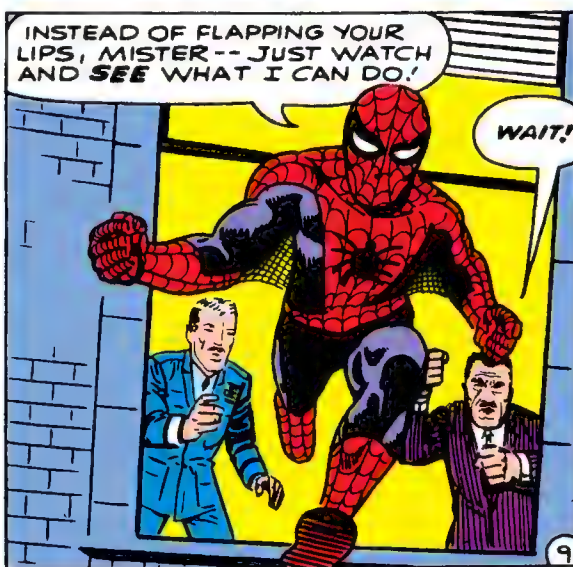
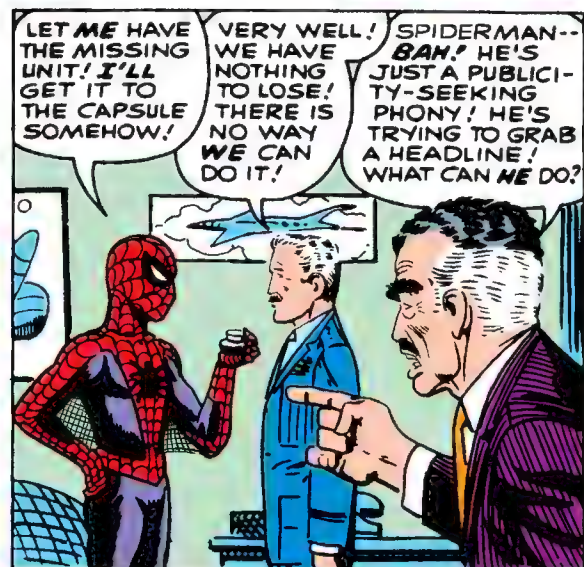


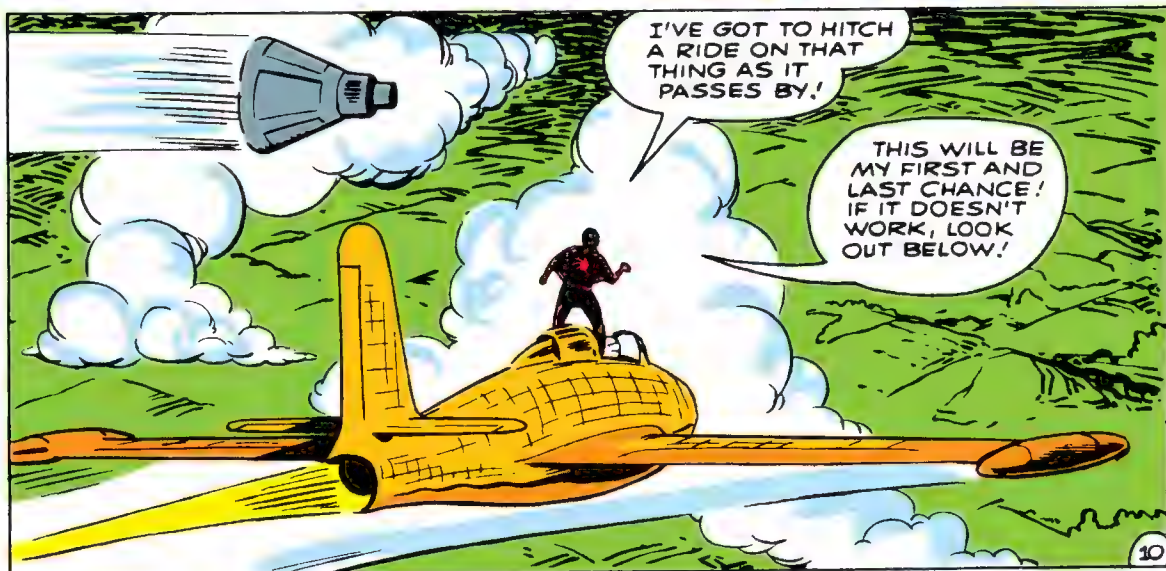
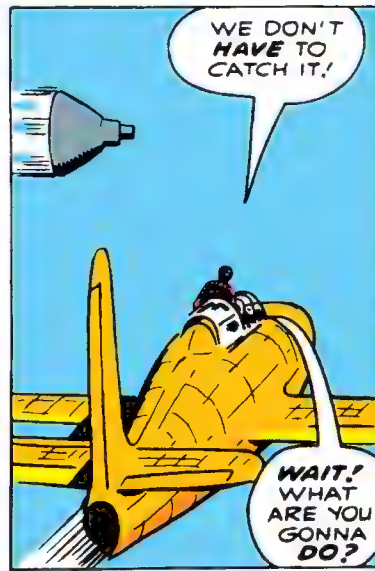
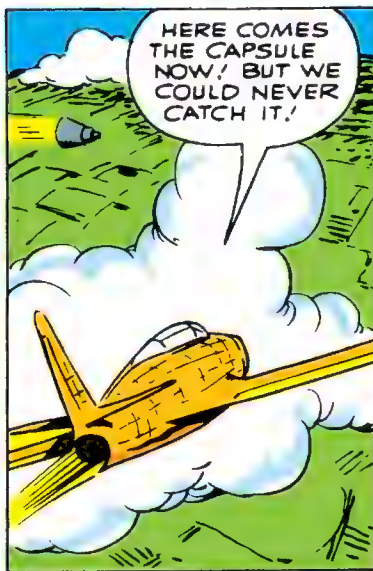
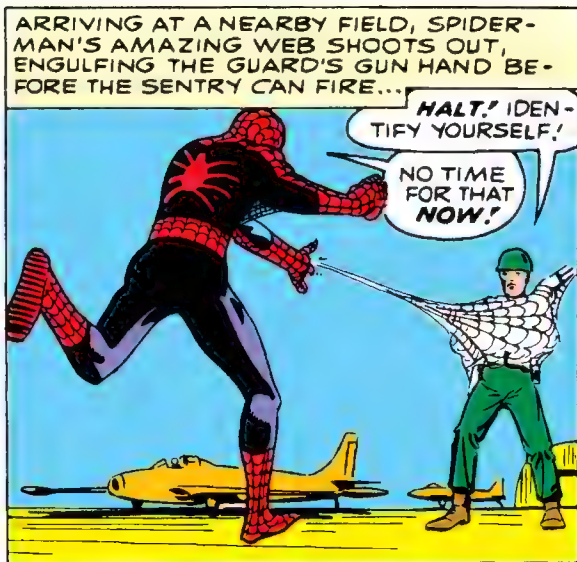
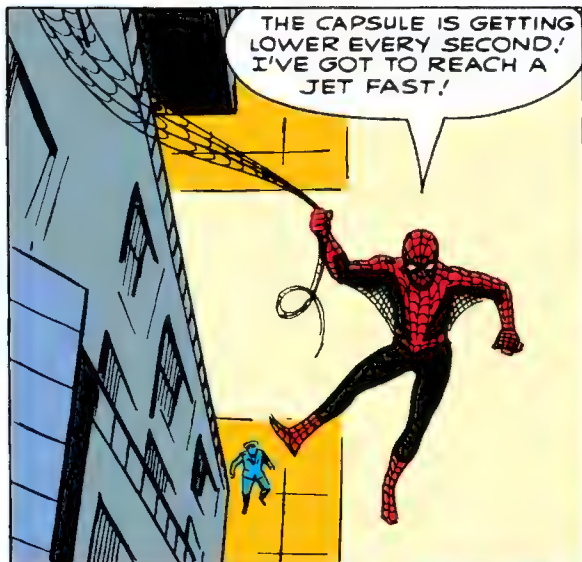
A COMPLETE MISS! WE'VE GOT TO FIND A **BETTER** WAY!

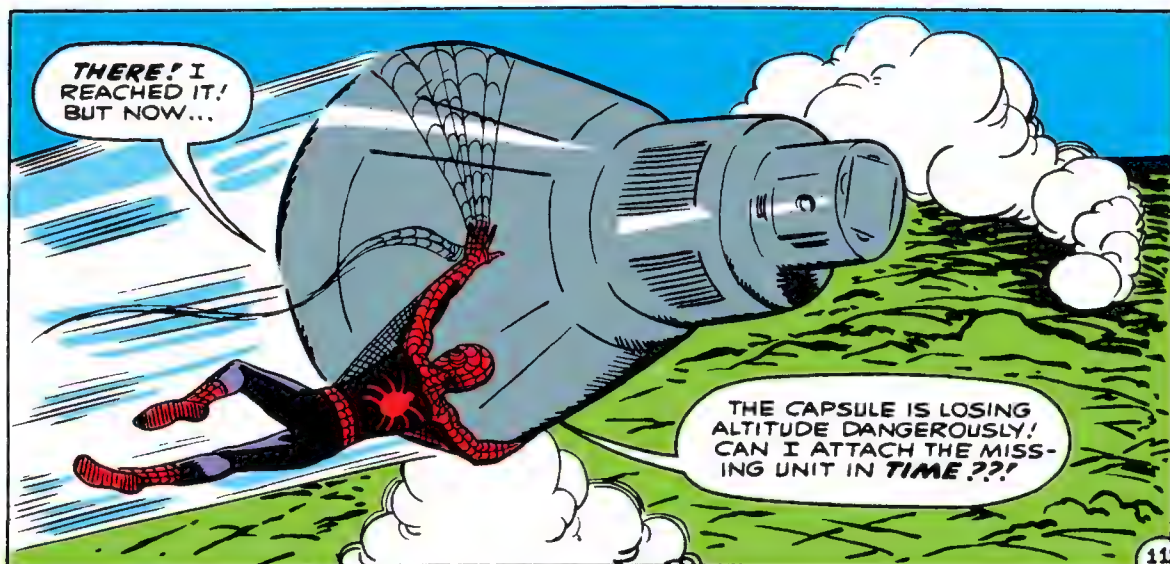
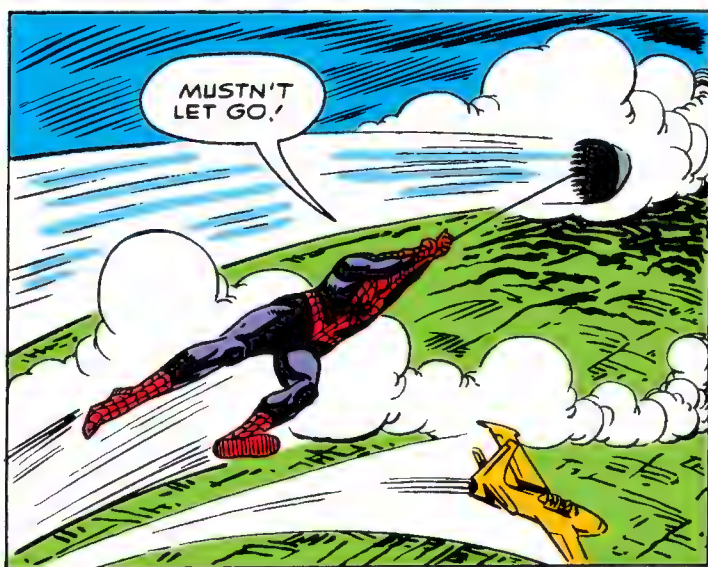
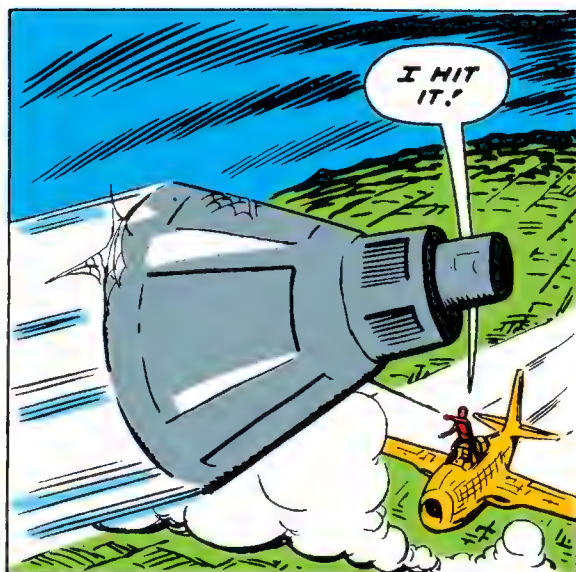
WHILE, UNSUSPECTED BY ALL, A BETTER WAY **DOES** EXIST! IN THE FORM OF PETER PARKER, WHO HAS OBSERVED THE ENTIRE DRAMATIC EVENT...



THERE'S ONLY **ONE** PERSON WHO CAN SAVE JOHN JAMESON...







SPIDER-MAN

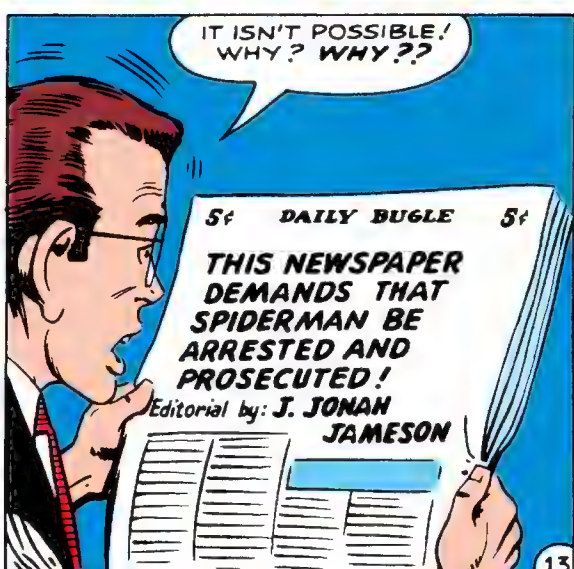
**PART
3**

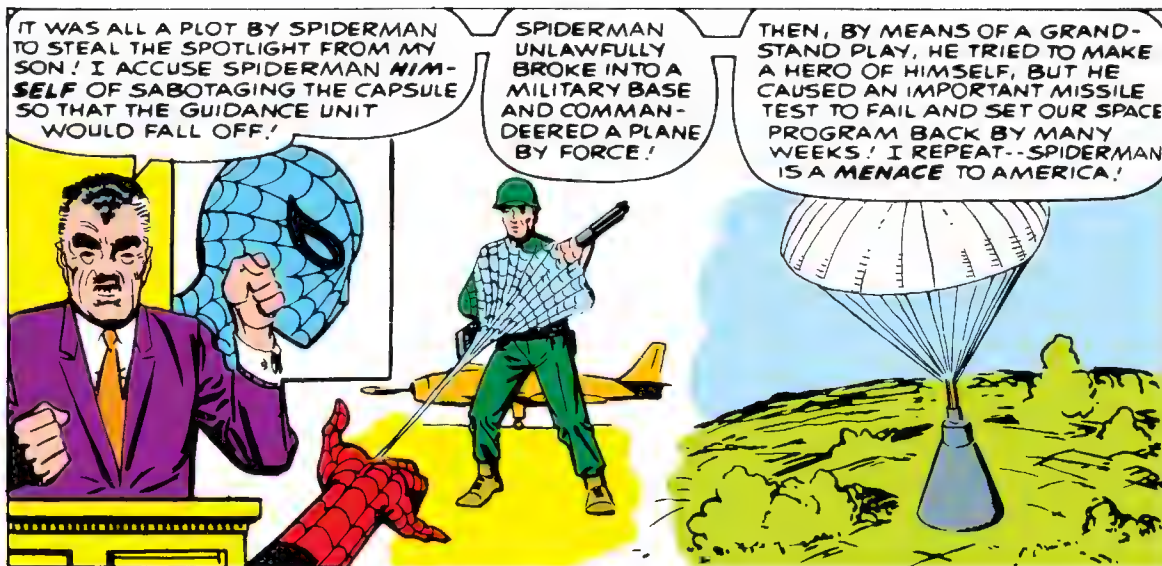
WHAT A LUCKY
BREAK! IT FIT IN
PLACE AS SMOOTH
AS SILK!

AND, WITHIN THE CAPSULE...

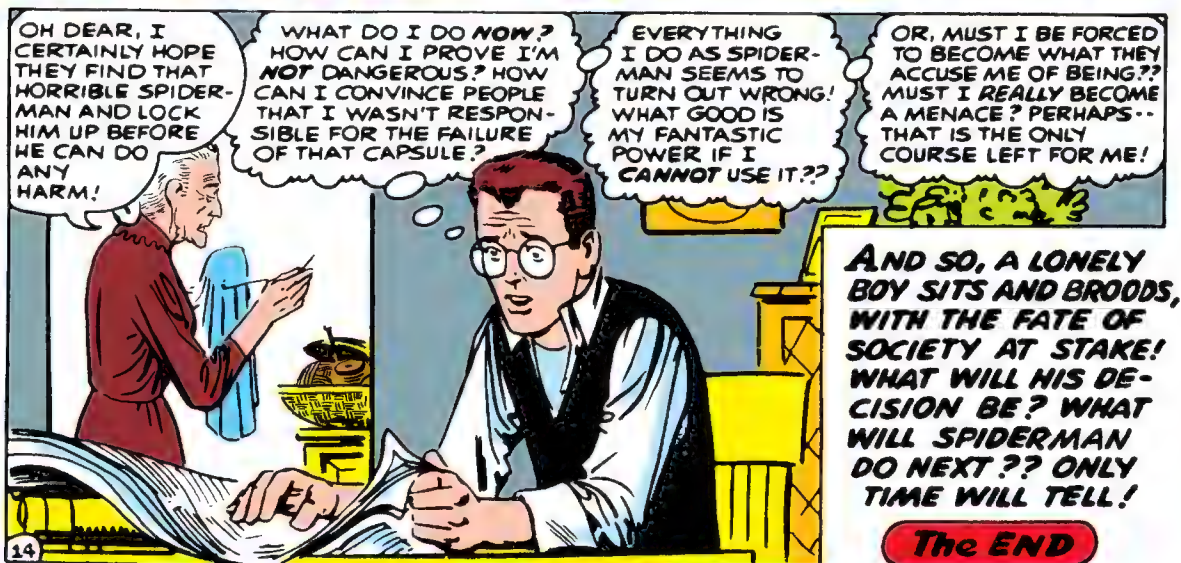
CAPSULE UNDER MANUAL
CONTROL AGAIN! WILL
EJECT CHUTE AND
LAND IMMEDIATELY!

HE'S SAFE!
I DID IT!



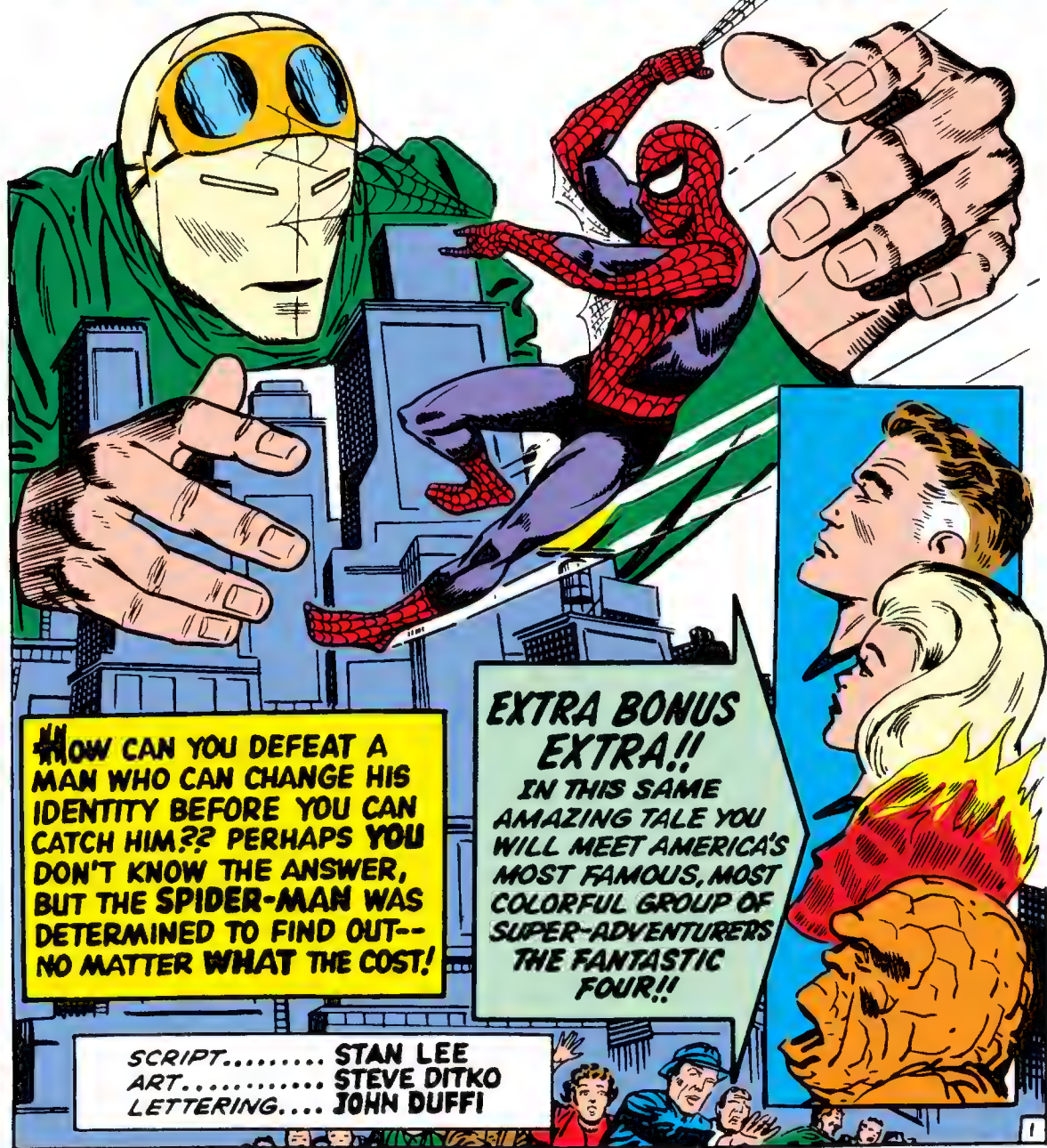


AND, FINALLY--UNDER PRESSURE OF THE ANGRY NEWSPAPERMAN'S CONTINUAL BARRAGE...



SPIDER-MAN

VS. THE CHAMELEON!

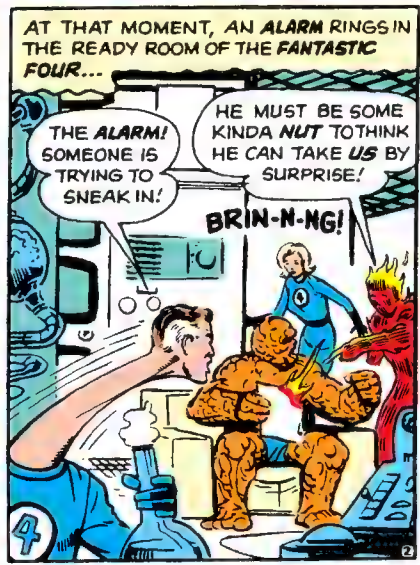
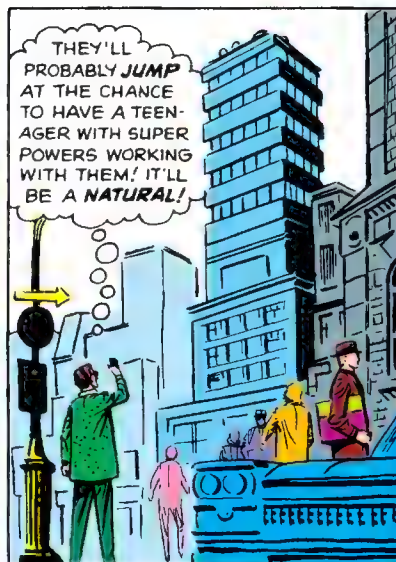


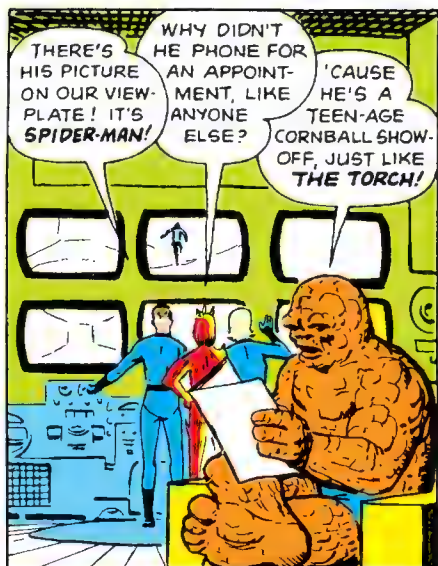
HOW CAN YOU DEFEAT A MAN WHO CAN CHANGE HIS IDENTITY BEFORE YOU CAN CATCH HIM?? PERHAPS YOU DON'T KNOW THE ANSWER, BUT THE SPIDER-MAN WAS DETERMINED TO FIND OUT-- NO MATTER WHAT THE COST!

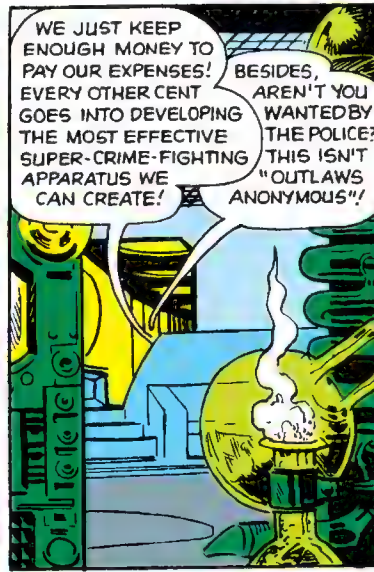
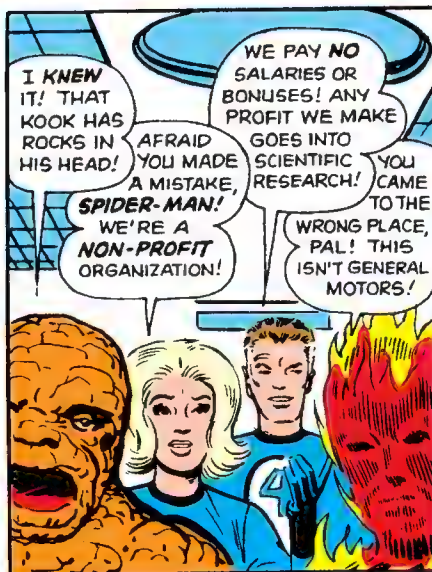
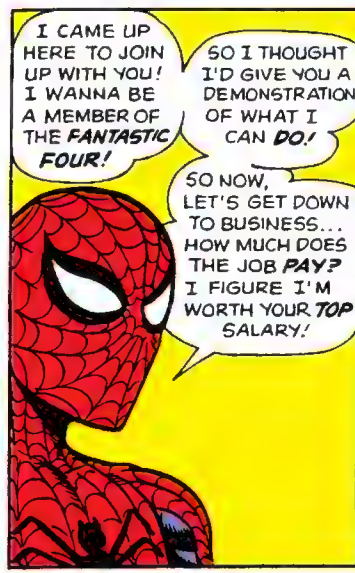
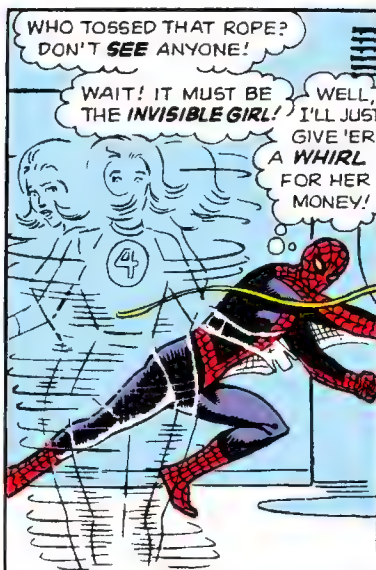
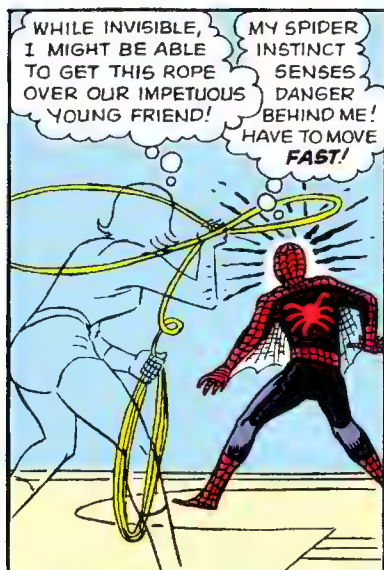
**EXTRA BONUS
EXTRA!!**

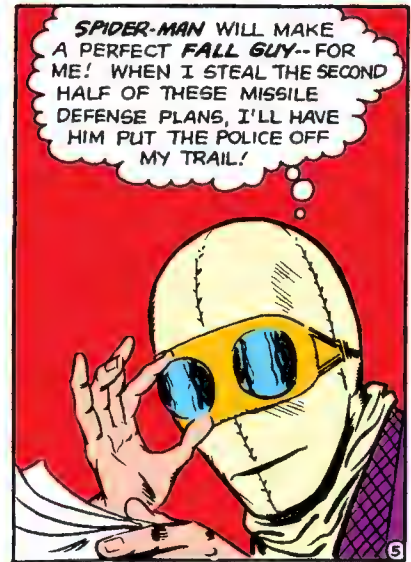
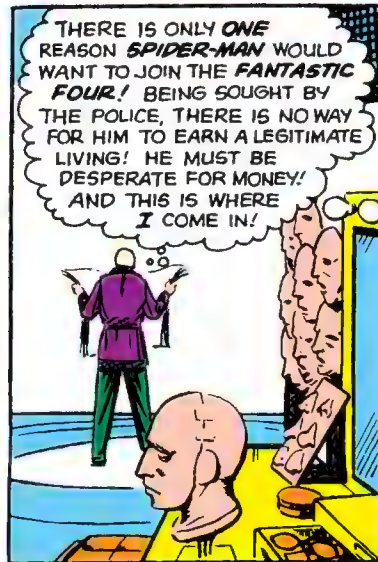
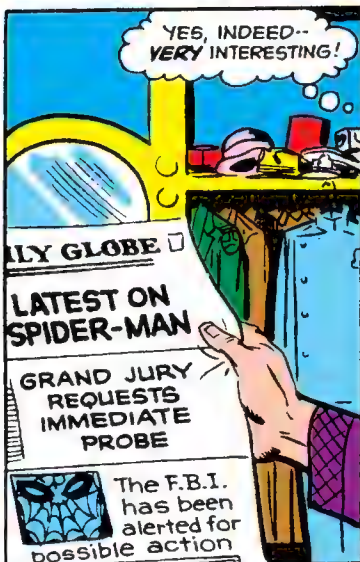
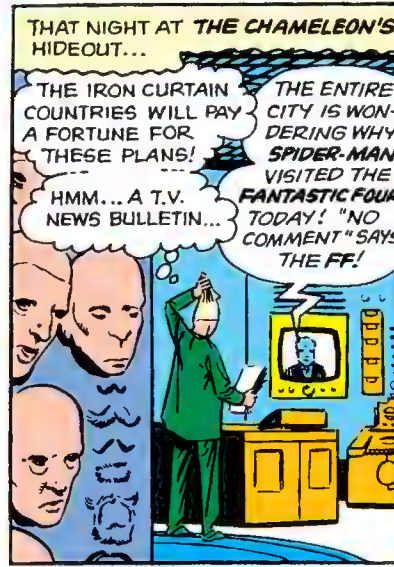
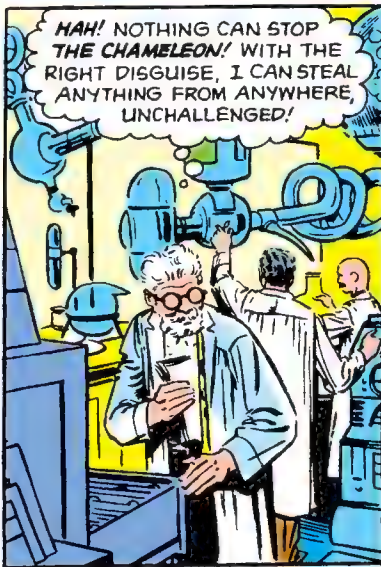
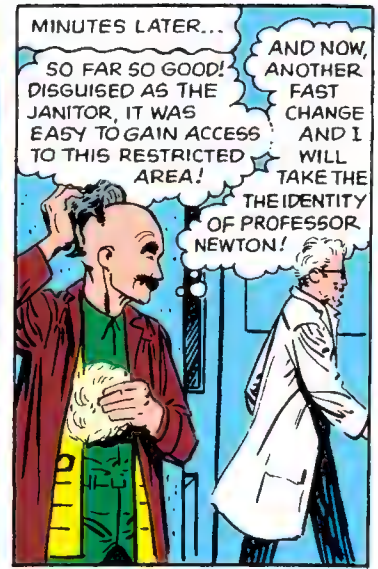
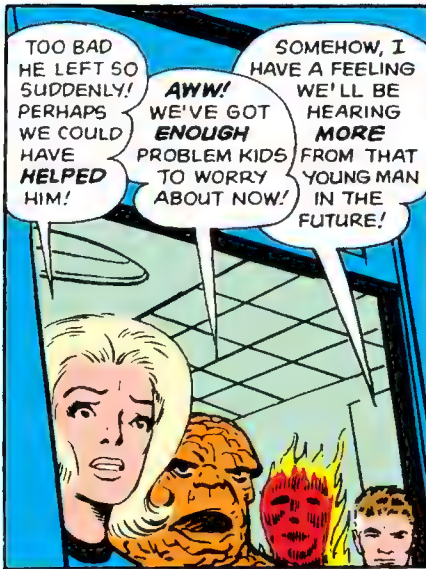
**IN THIS SAME
AMAZING TALE YOU
WILL MEET AMERICA'S
MOST FAMOUS, MOST
COLORFUL GROUP OF
SUPER-ADVENTURERS
THE FANTASTIC
FOUR!!**

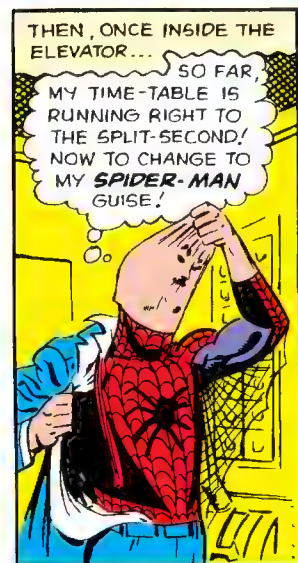
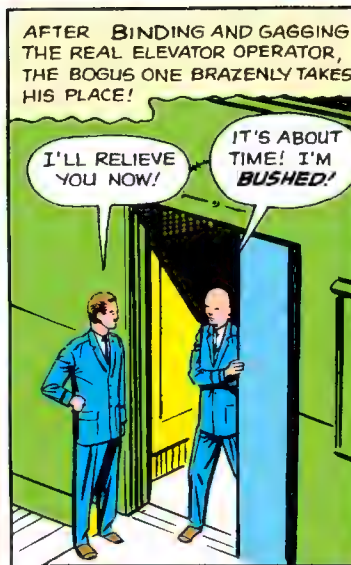
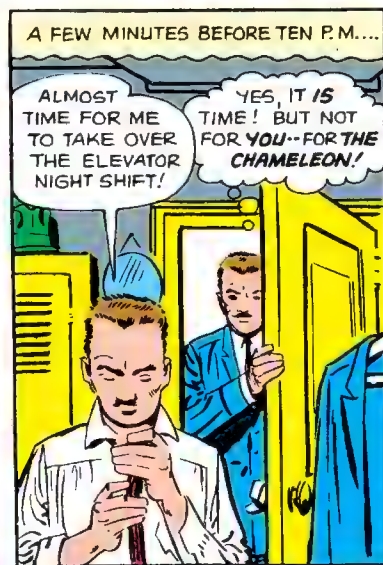
SCRIPT..... STAN LEE
ART..... STEVE DITKO
LETTERING.... JOHN DUFFI

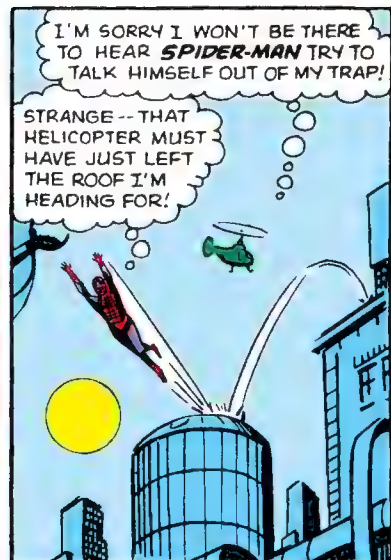
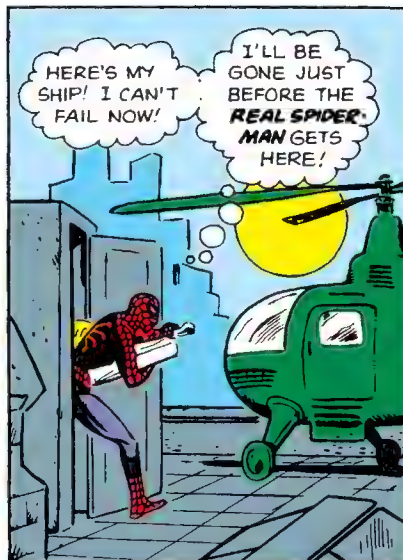


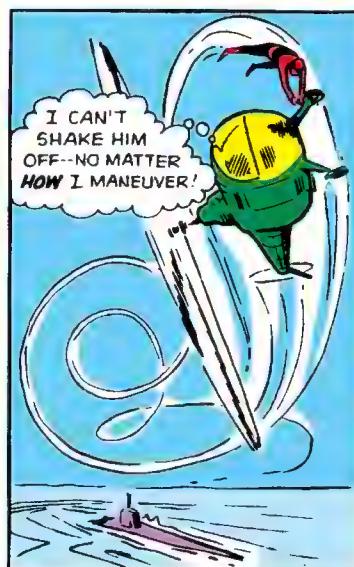
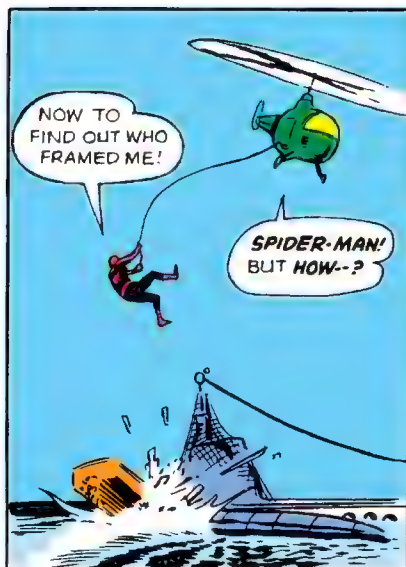
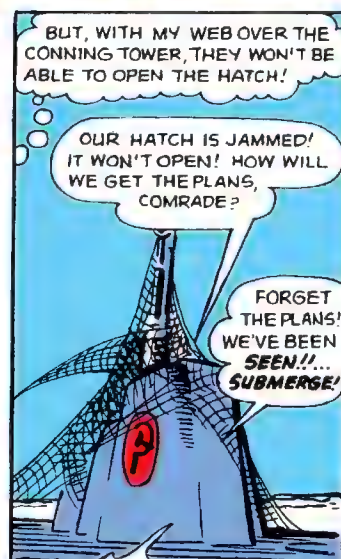
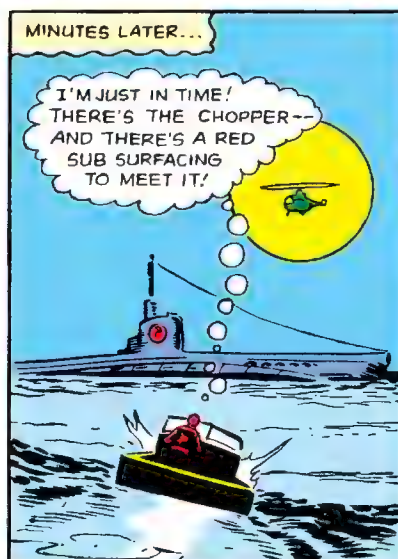
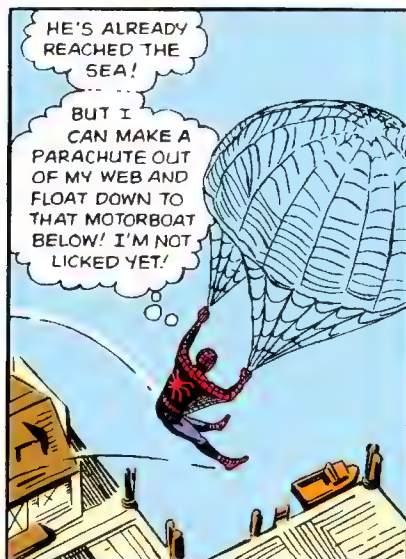


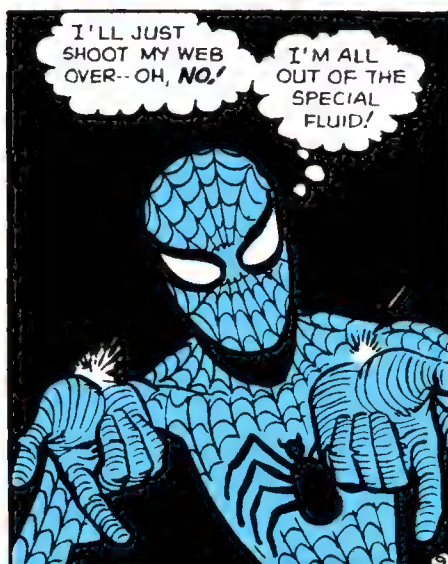
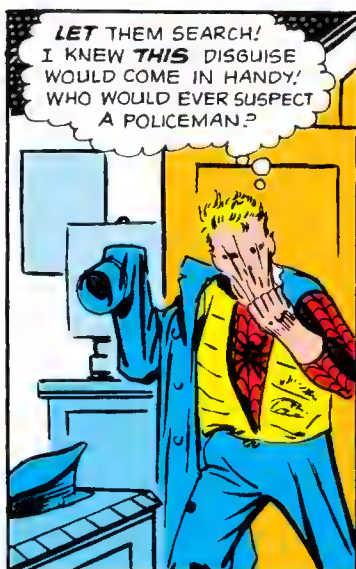


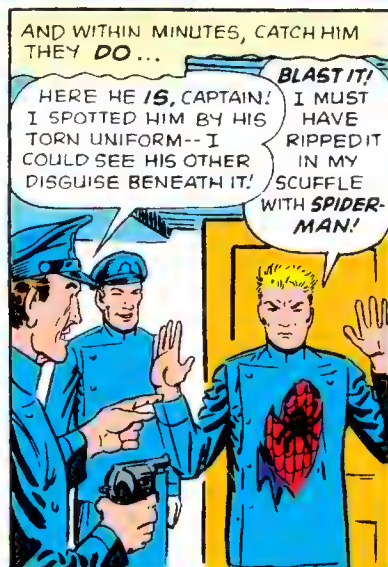












A PERSONAL MESSAGE FROM

SPIDER-MAN

Hi, friends!

Hope you enjoyed this issue of the new AMAZING SPIDER-MAN!

Beginning with our THIRD ISSUE* there'll be a letters page for your knocks and boosts, called THE SPIDER'S WEB! So, send your letters along now to SPIDER-MAN, THIRD FLOOR, 655 MADISON AVE., N. Y. 21, N. Y.!

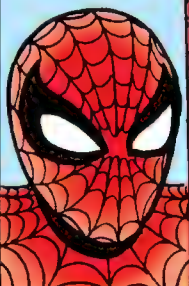
Don't miss my new and different adventures in issue #2, on sale the beginning of February, 1963. Better ask your dealer to reserve your copy NOW, because judging by advance reports the demand will be greater than the supply!

Yours for thrills and fantasy... *Spider-Man*

***NOTE:**

We can't print your letters till our THIRD issue because our SECOND issue will already be on the presses by the time you read this!





the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY
IND.

MARVEL
COMICS GROUP 12¢

2
MAY

WWW.MARVEL.COM



2

GREAT NEW
SPIDER-MAN
THRILLERS!

2

GREAT NEW
SUPER-VILLAINS!

featuring "The VULTURE!"
and...

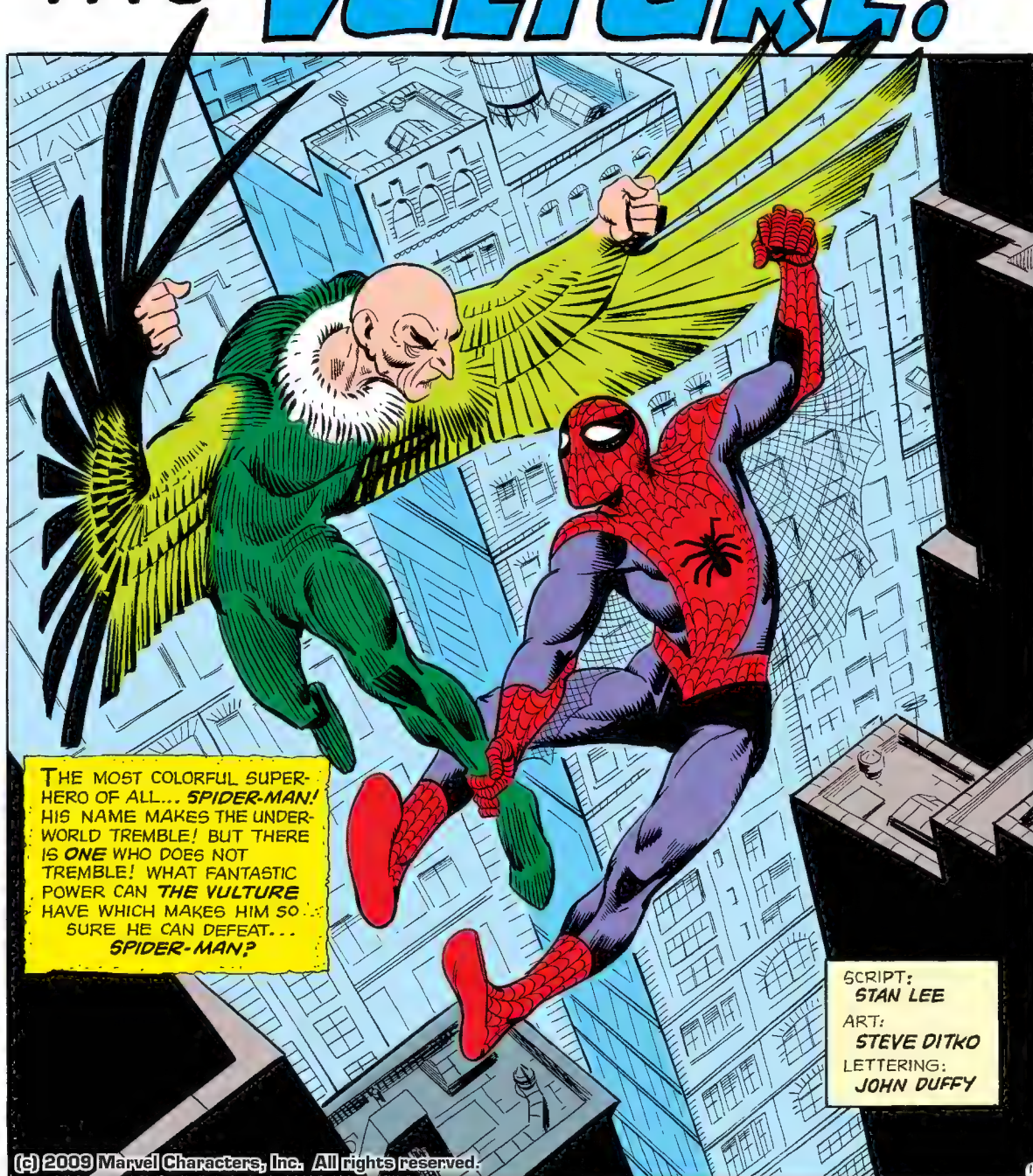
...SPIDER-MAN
IS TRAPPED BY
"the
TERRIBLE
TINKERER!"



(c) 2009 Marvel Characters, Inc. All rights reserved.

SPIDER-MAN

"DUEL TO THE DEATH WITH
The **VULTURE!**"



THE MOST COLORFUL SUPER-HERO OF ALL... **SPIDER-MAN!** HIS NAME MAKES THE UNDERWORLD TREMBLE! BUT THERE IS **ONE** WHO DOES NOT TREMBLE! WHAT FANTASTIC POWER CAN **THE VULTURE** HAVE WHICH MAKES HIM SO SURE HE CAN DEFEAT... **SPIDER-MAN?**

SCRIPT:
STAN LEE
ART:
STEVE DITKO
LETTERING:
JOHN DUFFY

FOR DAYS, A NEW AND OMINOUS DANGER HAS MENACED THE VAST CITY OF NEW YORK! NO MAN KNOWS WHERE HE'LL STRIKE NEXT! NO ONE CAN COPE WITH THIS NEW, AWESOME THREAT! WITHOUT WARNING, WITHOUT THE SLIGHTEST SOUND, HE STRIKES!



FOR THIS IS -- **THE VULTURE!**



IT'S **THE VULTURE!** HE STOLE MY BRIEFCASE -- WITH A FORTUNE IN BONDS! **HELP!!**

I'VE READ ABOUT HIM--BUT NEVER EXPECTED TO **SEE** HIM!

I DIDN'T **BELIEVE** IT! I THOUGHT HE DIDN'T EXIST!

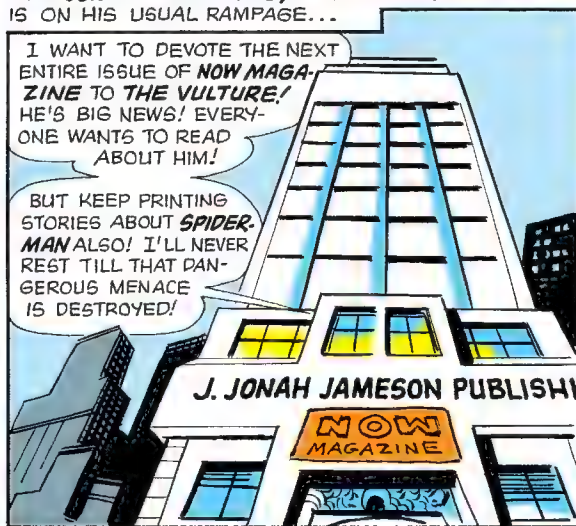
IT'S IMPOSSIBLE! IT CAN'T BE! HOW CAN HE **FLY**-- WITHOUT A SOUND--WITHOUT ANY EFFORT! HE'S MORE LIKE A GIGANTIC BIRD OF PREY THAN A HUMAN!



AND, IN THE EXECUTIVE SUITE OF THE POWERFUL **JAMESON PUBLICATIONS**, MR. J. JONAH JAMESON IS ON HIS USUAL RAMPAGE...

I WANT TO DEVOTE THE NEXT ENTIRE ISSUE OF **NOW MAGAZINE** TO **THE VULTURE!** HE'S BIG NEWS! EVERYONE WANTS TO READ ABOUT HIM!

BUT KEEP PRINTING STORIES ABOUT **SPIDER-MAN** ALSO! I'LL NEVER REST TILL THAT DANGEROUS MENACE IS DESTROYED!



IS **THIS** THE ONLY PHOTO WE HAVE OF **THE VULTURE**? WHAT'S THE MATTER WITH YOU MEN? WHAT AM I **PAYING** YOU FOR? THE PUBLIC WANTS TO **SEE** HIM!

PICTURES OF HIM! HE'S GONE BEFORE ANY PHOTOGRAPHER CAN GET TO HIM! WE HAVE ONLY AN ARTIST'S DRAWING!

NO MORE EXCUSES! GET ME PICTURES OF **THE VULTURE**-- OR I'LL GET SOME NEW EDITORS!

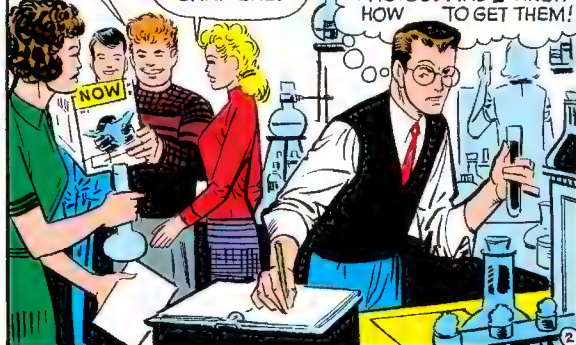


MEANWHILE, IN A NEARBY HIGH SCHOOL, PETER PARKER OVERHEARS AN INTERESTING DISCUSSION AS THE YOUNG SCIENCE MAJOR PERFORMS AN EXPERIMENT IN THE LAB...

BOY! I'D LIKE TO SEE A CLOSE-UP PHOTO OF **THE VULTURE**!!

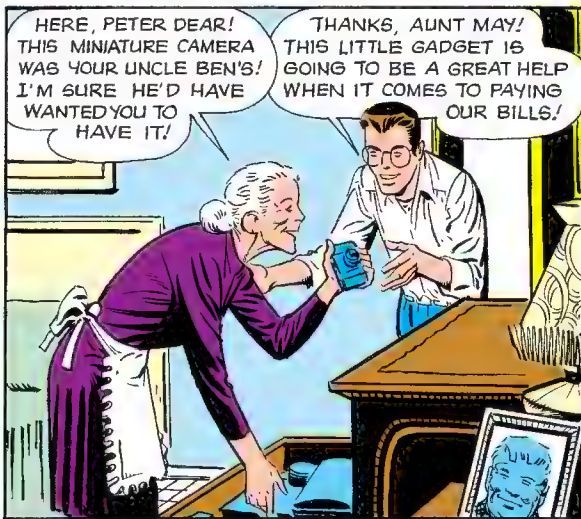
A PHOTO OF **THE VULTURE** WOULD BE WORTH A **FORTUNE**! NOBODY CAN GET CLOSE ENOUGH TO HIM TO SNAP ONE!

SAY! THAT'S AN IDEA! I NEVER **THOUGHT** OF IT BEFORE! **MAGAZINES** PAY BIG MONEY FOR HARD-TO-GET PHOTOS! AND I KNOW HOW TO GET THEM!

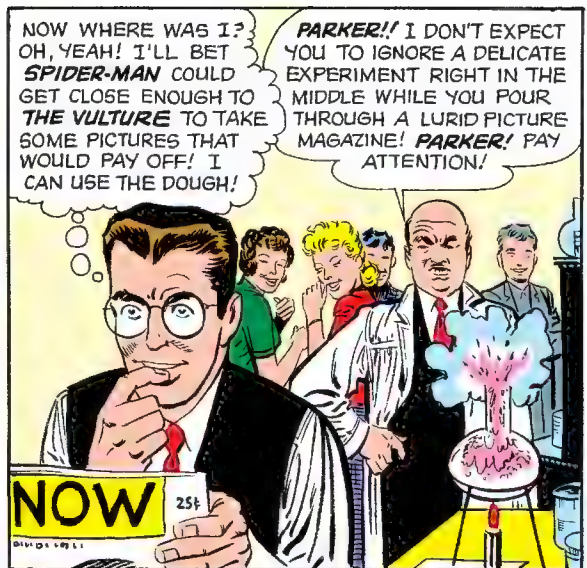
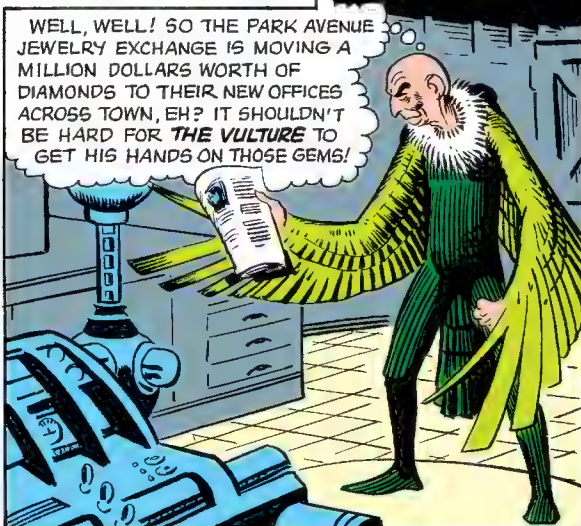




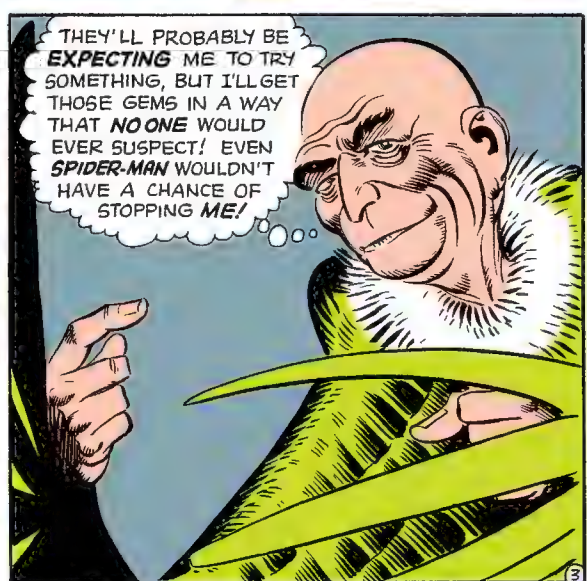
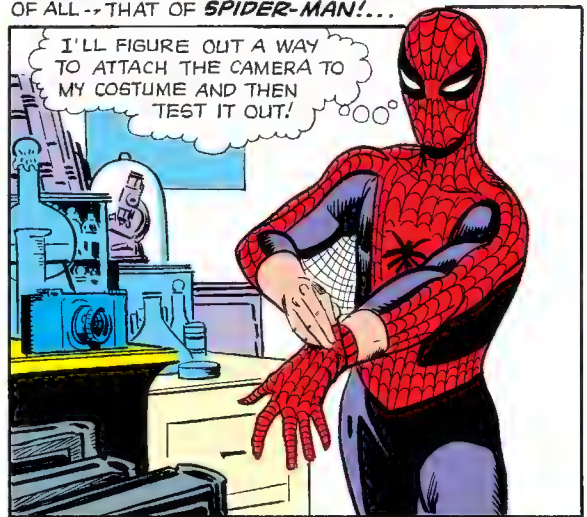
AS SOON AS SCHOOL ENDS, THE EXCITED TEEN-AGER RUSHES HOME TO HIS AUNT MAY AND IS DELIGHTED TO LEARN...



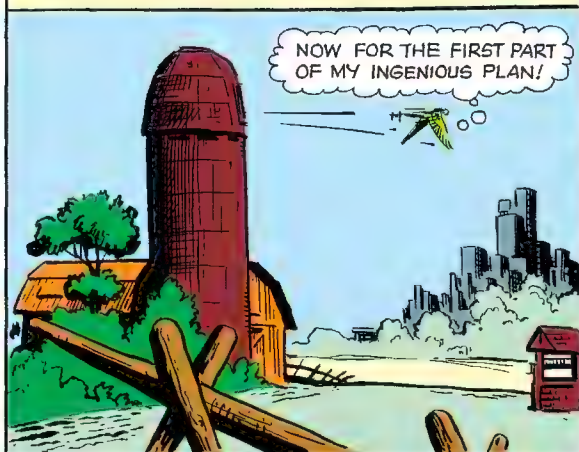
MEANWHILE, IN A CAREFULLY-PREPARED HIDEOUT ON THE OUTSKIRTS OF THE CITY...



AND THEN, IN THE PRIVACY OF HIS ROOM, PETER PARKER CHANGES INTO THE MOST DRAMATIC COSTUMED FIGURE OF ALL--THAT OF **SPIDER-MAN!**...



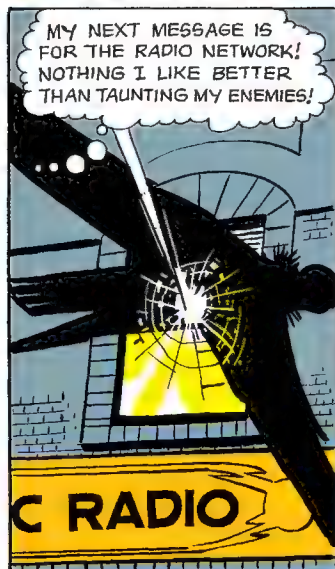
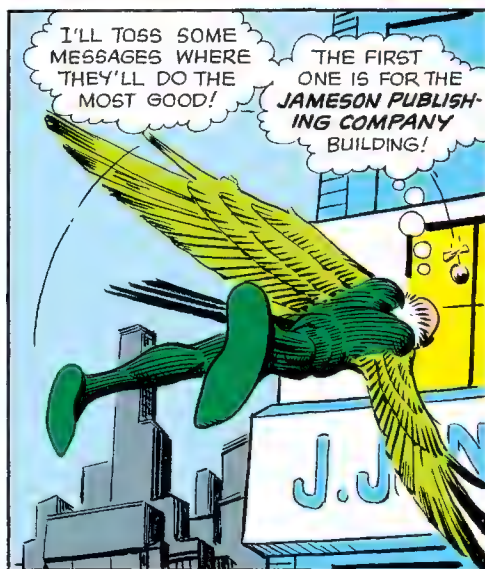
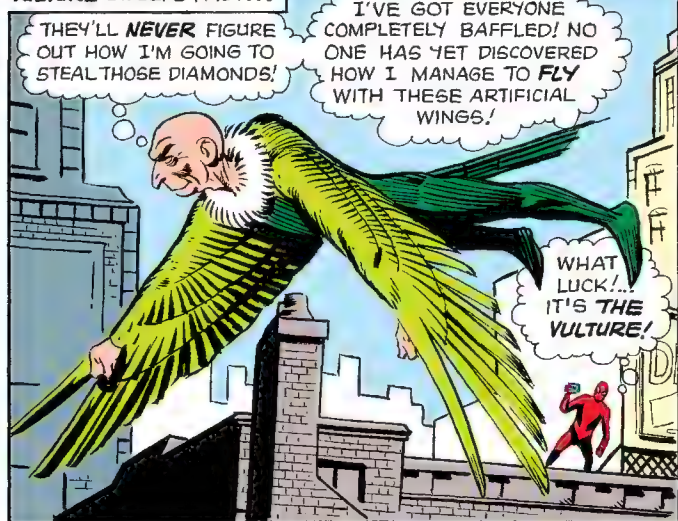
AFTER MAKING CERTAIN HE IS NOT OBSERVED, **THE VULTURE** DARTS FROM HIS HIDING PLACE ATOP AN ABANDONED GILO IN STATEN ISLAND, JUST A FEW SECONDS FROM THE HEART OF MANHATTEN...

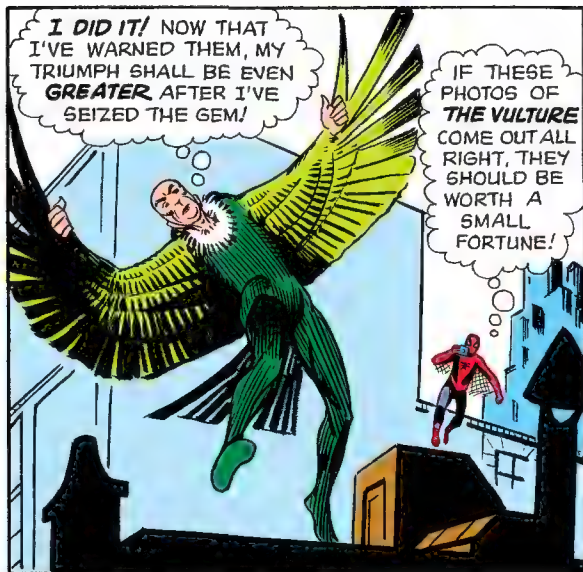


SECONDS LATER, ATOP AN APARTMENT HOUSE WHERE HE HAD BEEN CHECKING HIS CAMERA, **SPIDER-MAN'S** AMAZING SPIDER SENSES PICK UP A STRANGE SENSATION...

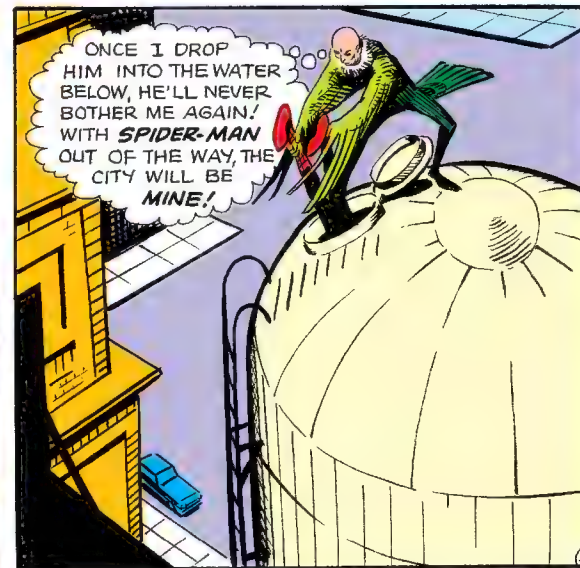
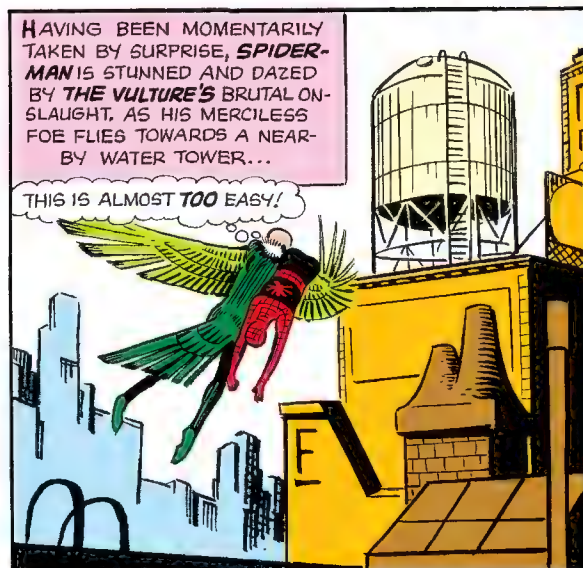
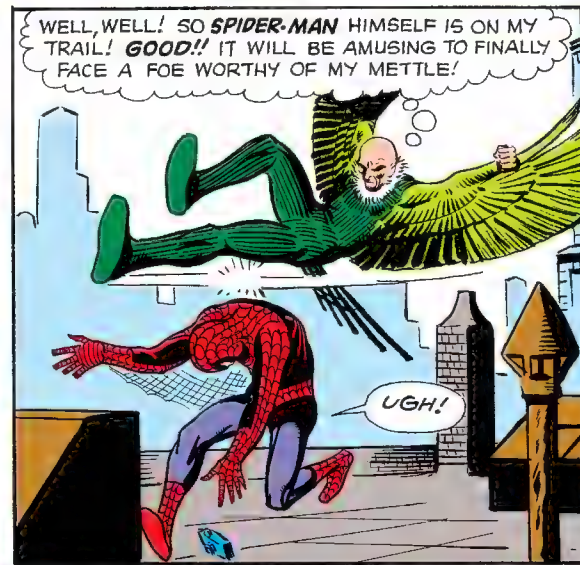
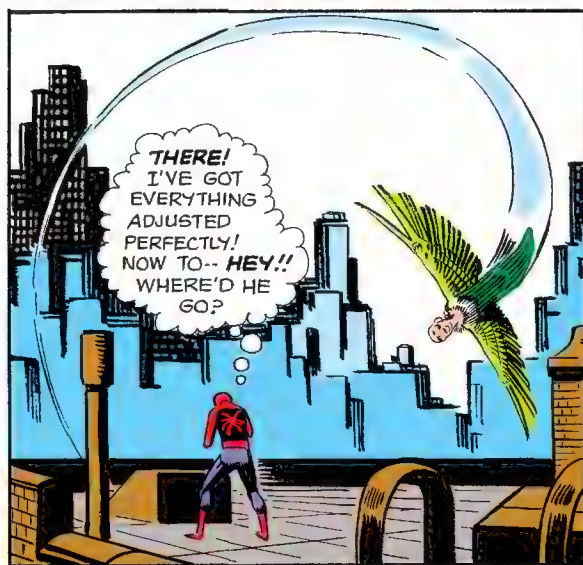


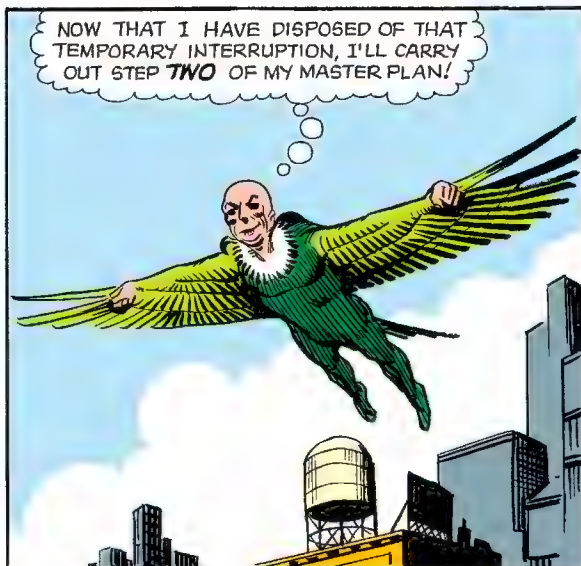
NOT NOTICING THE POWERFUL FIGURE ON THE ROOF TOP, **THE VULTURE** SWEEPS PAST...



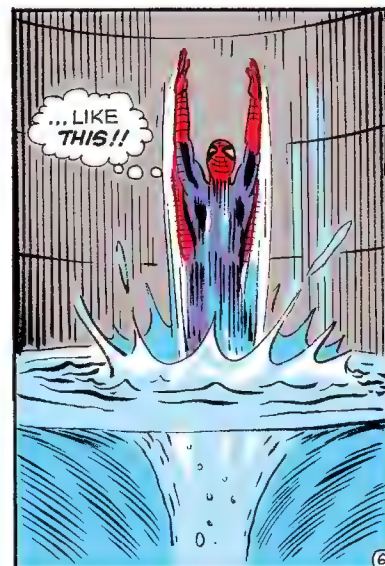
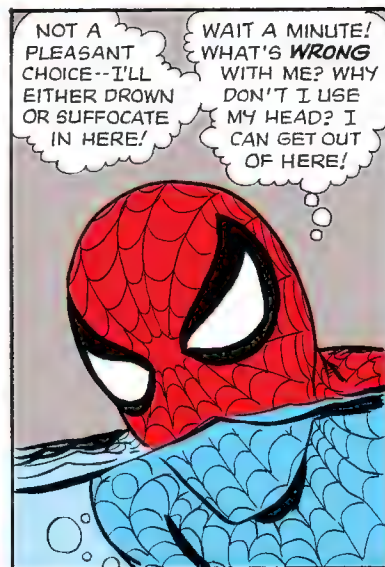
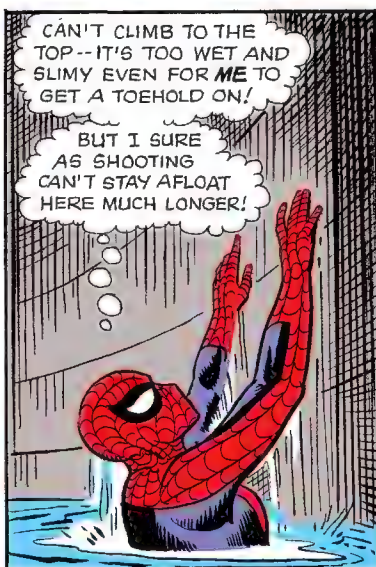
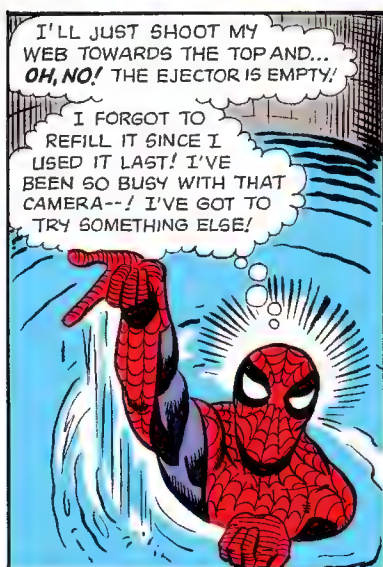


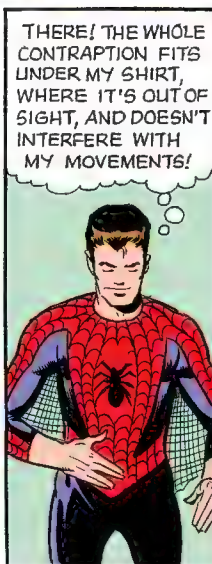
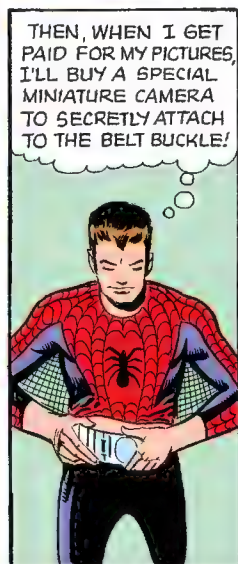
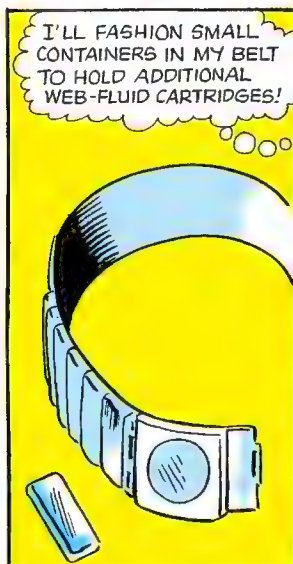
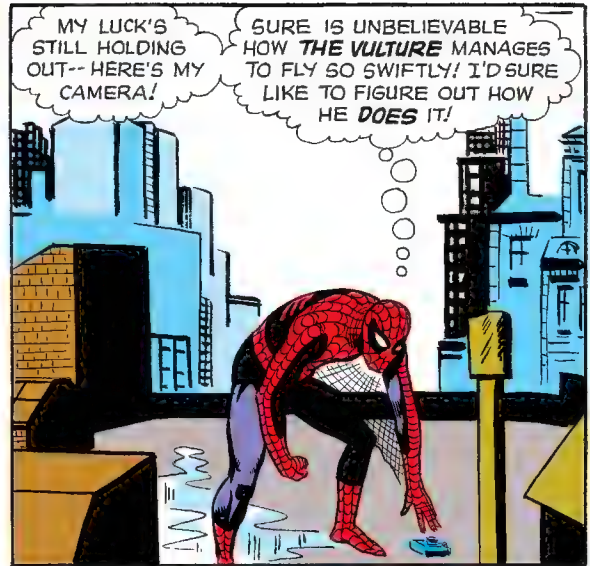
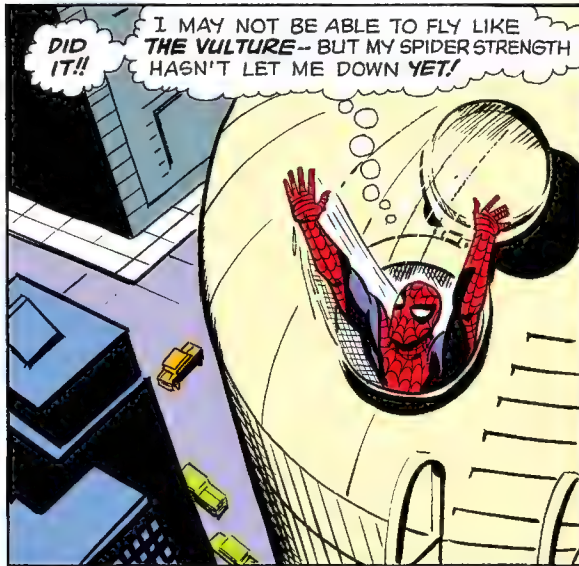
BUT IN HIS EAGERNESS TO GET A CLOSE-UP PICTURE OF **THE VULTURE**, **SPIDER-MAN** CARELESSLY KICKS A LOOSE BRICK...





MEANWHILE, INSIDE THE TANK, THE SHOCK OF HITTING THE COLD WATER INSTANTLY REVIVES THE POWERFUL **SPIDER-MAN**...





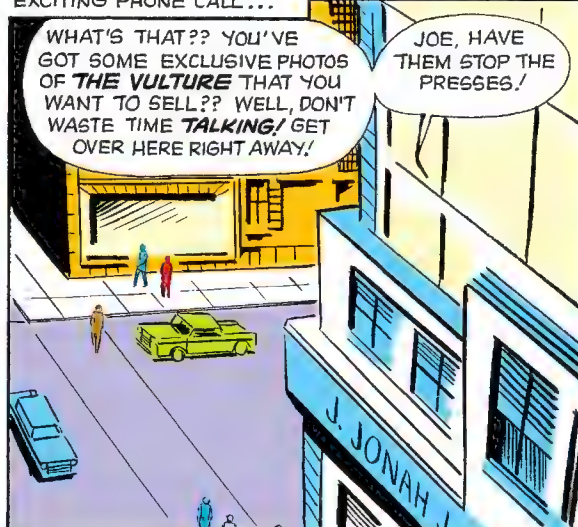
LONG HOURS LATER...



WHEW! THAT WAS TOUGHER THAN I EXPECTED, BUT IT'S FINISHED NOW!

I WON'T KNOW IF IT'LL WORK TILL I TRY IT-- BUT RIGHT NOW, I'M GONNA GET SOME SHUT-EYE!

THE NEXT DAY, J. JONAH JAMESON RECEIVES AN EXCITING PHONE CALL...



WHAT'S THAT?? YOU'VE GOT SOME EXCLUSIVE PHOTOS OF **THE VULTURE** THAT YOU WANT TO SELL?? WELL, DON'T WASTE TIME **TALKING!** GET OVER HERE RIGHT AWAY!

JOE, HAVE THEM STOP THE PRESSES!

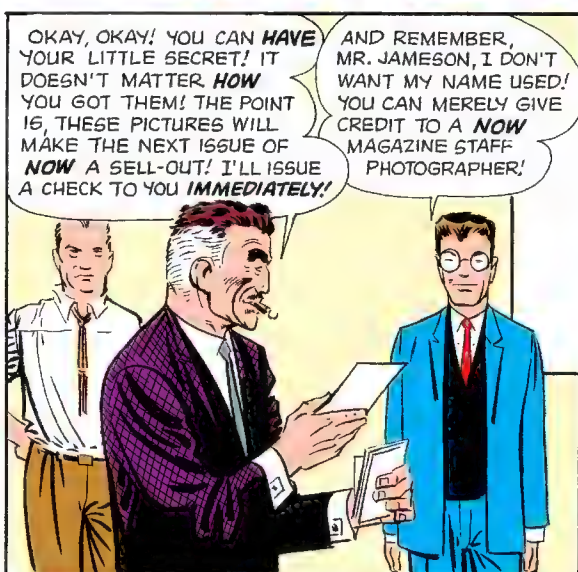
AND SOON...



SORRY, MR. JAMESON CANNOT SEE **ANYBODY** RIGHT NOW! HE'S HAVING AN IMPORTANT CONFERENCE!

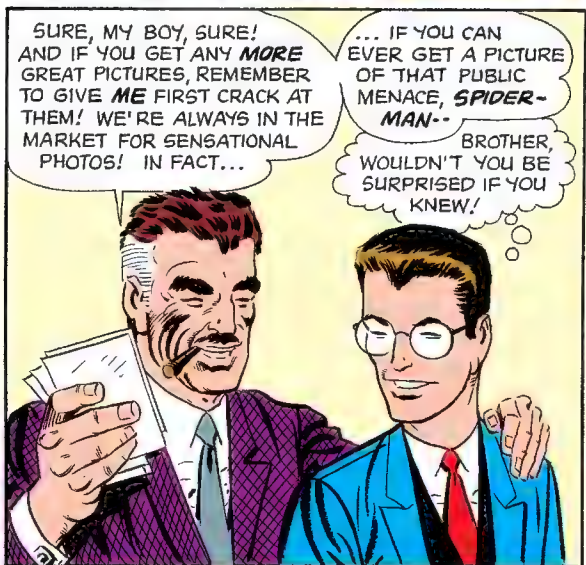
THESE PICTURES ARE **SENSATIONAL-- GREAT!** BUT HOW'D A KID LIKE **YOU** GET THEM?

SORRY, SIR! I'LL SELL THEM TO YOU ON CONDITION THAT YOU NEVER ASK ME THAT QUESTION!



OKAY, OKAY! YOU CAN **HAVE** YOUR LITTLE SECRET! IT DOESN'T MATTER **HOW** YOU GOT THEM! THE POINT IS, THESE PICTURES WILL MAKE THE NEXT ISSUE OF **NOW** A SELL-OUT! I'LL ISSUE A CHECK TO YOU **IMMEDIATELY!**

AND REMEMBER, MR. JAMESON, I DON'T WANT MY NAME USED! YOU CAN MERELY GIVE CREDIT TO A **NOW** MAGAZINE STAFF PHOTOGRAPHER!



SURE, MY BOY, SURE! AND IF YOU GET ANY **MORE** GREAT PICTURES, REMEMBER TO GIVE **ME** FIRST CRACK AT THEM! WE'RE ALWAYS IN THE MARKET FOR SENSATIONAL PHOTOS! IN FACT...

... IF YOU CAN EVER GET A PICTURE OF THAT PUBLIC MENACE, **SPIDER-MAN--**

BROTHER, WOULDN'T YOU BE SURPRISED IF YOU KNEW!

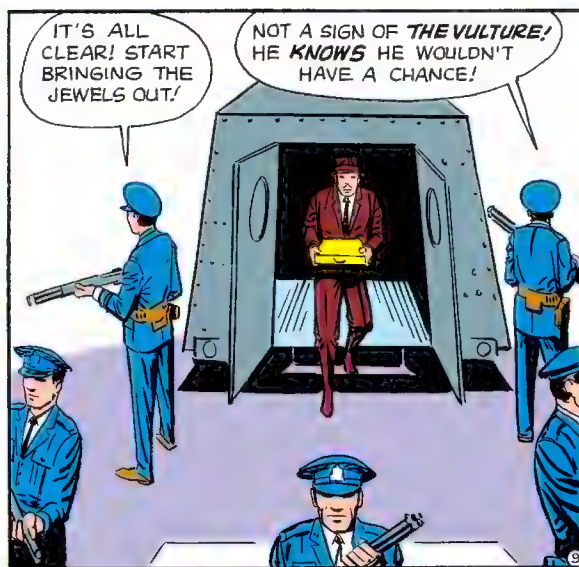
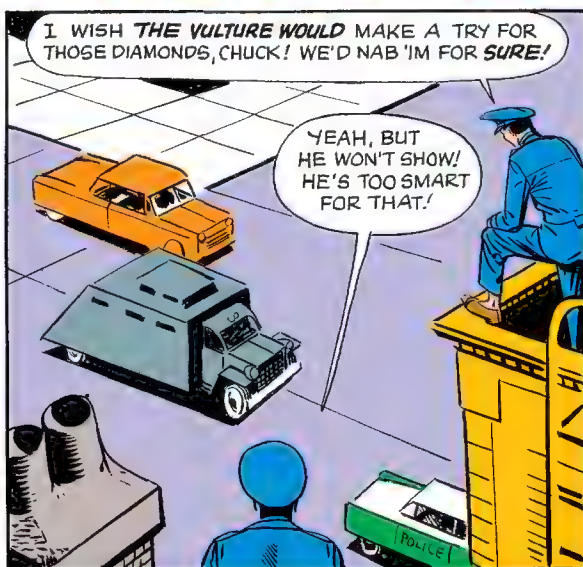
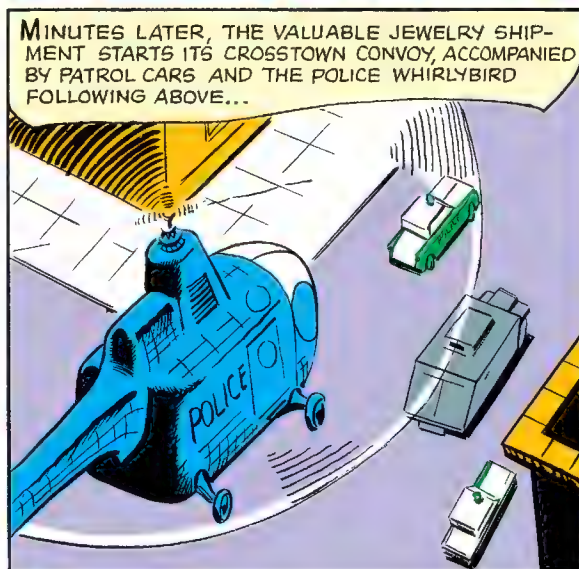
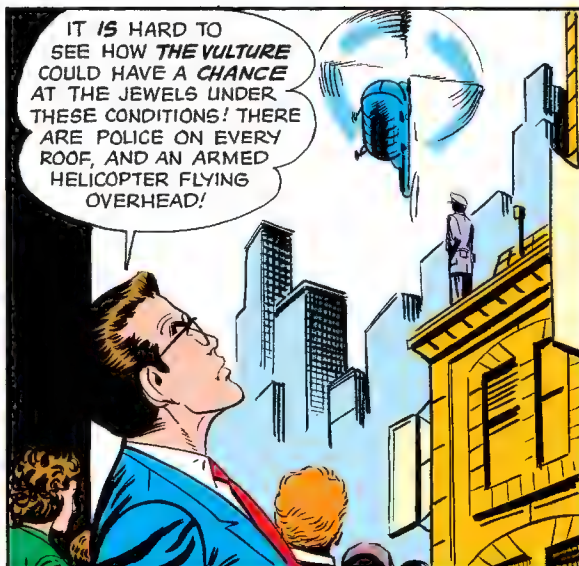
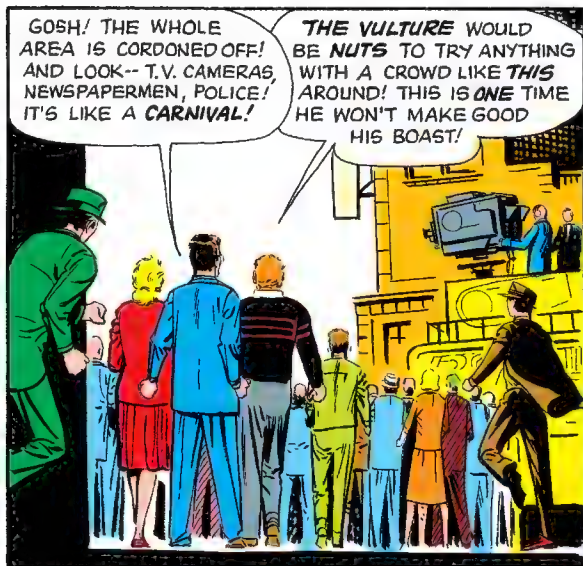
THE NEXT DAY, AS SCHOOL LETS OUT...

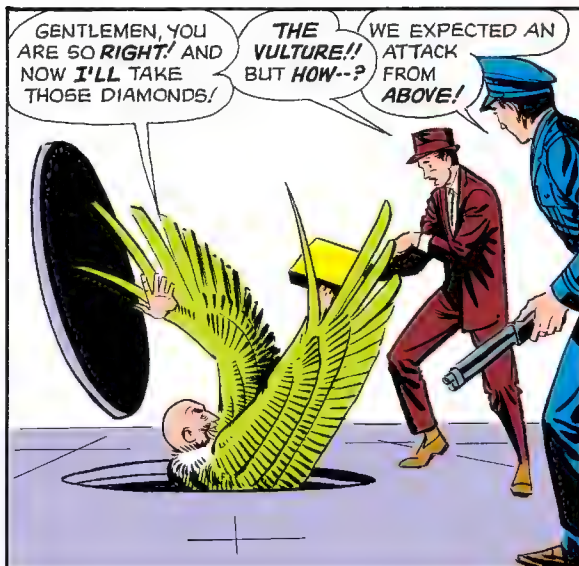


C'MON, PETER! WE'RE ALL GOING TO WATCH THEM MOVE THE DIAMONDS FROM THE PARK AVENUE JEWELRY EXCHANGE! WE'RE HOPING TO GET A GLIMPSE OF **THE VULTURE!**

YOU DON'T REALLY THINK **THE VULTURE** WOULD DARE TRY ANYTHING WITH ALL THE POLICE THERE, DO YOU?

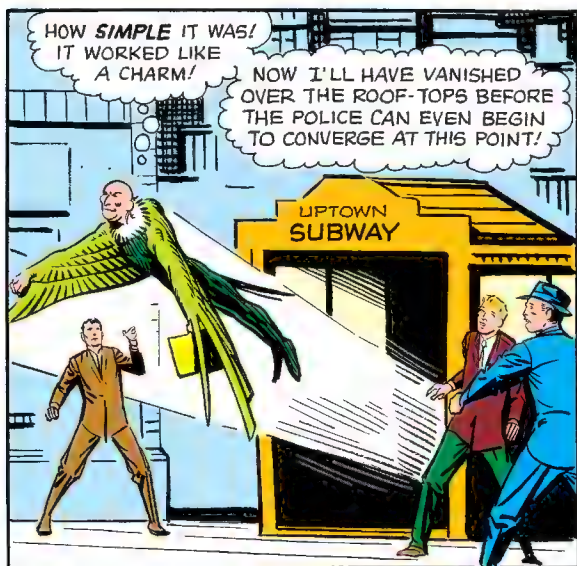
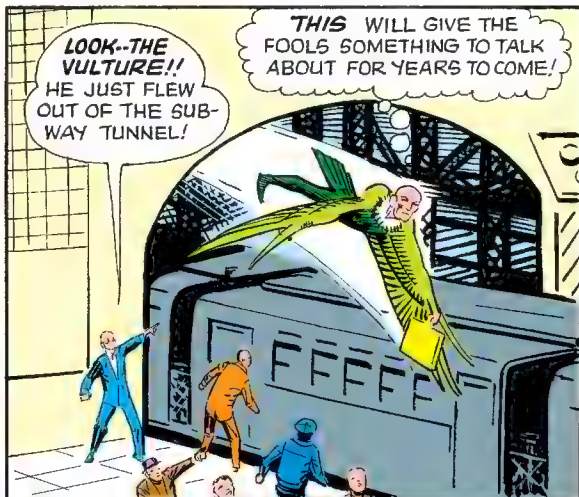
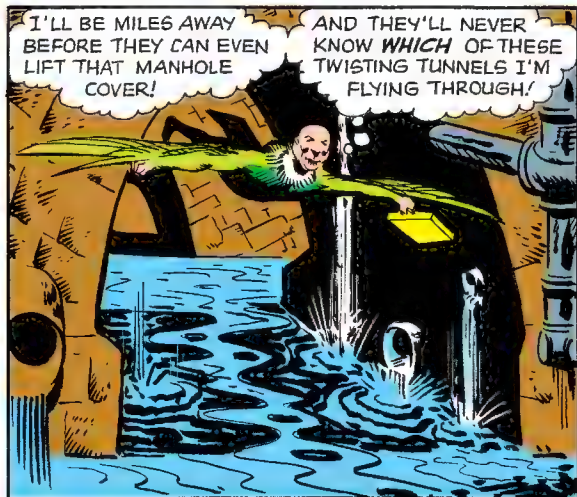
DON'T BE SCARED, BOOKWORM--WE'LL PROTECT YOU!





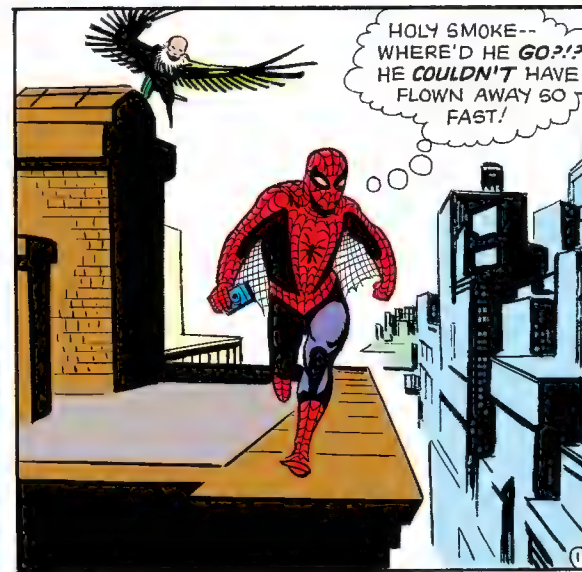
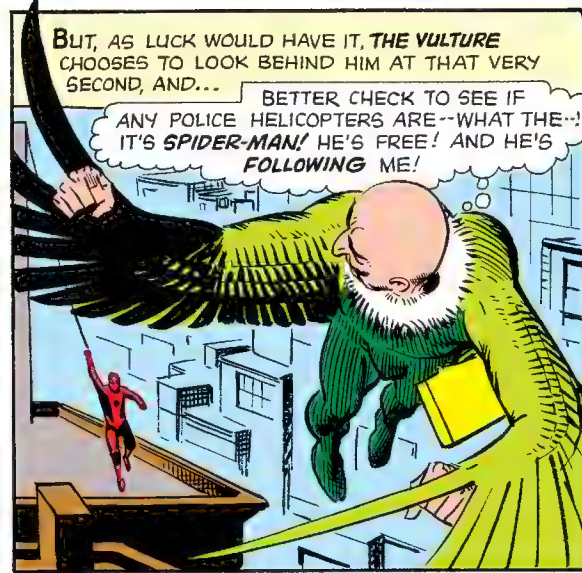
BEFORE THE STARTLED OFFICERS CAN FIRE, THE WILY **VULTURE** PLUMMETS BACK UNDERGROUND, DROPPING THE MANHOLE COVER INTO PLACE ABOVE HIM! THEN...

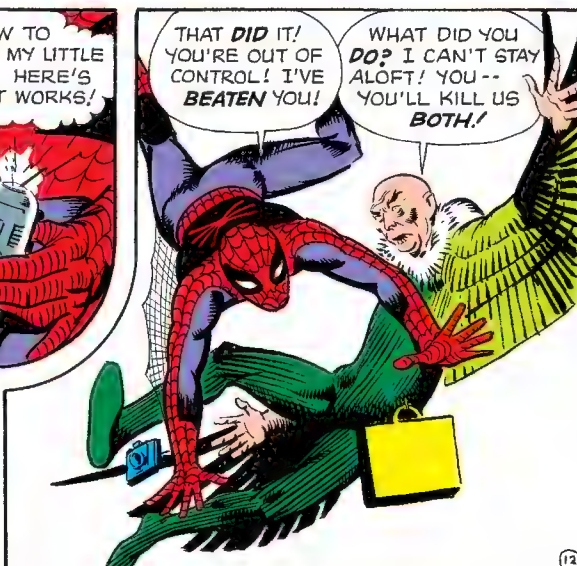
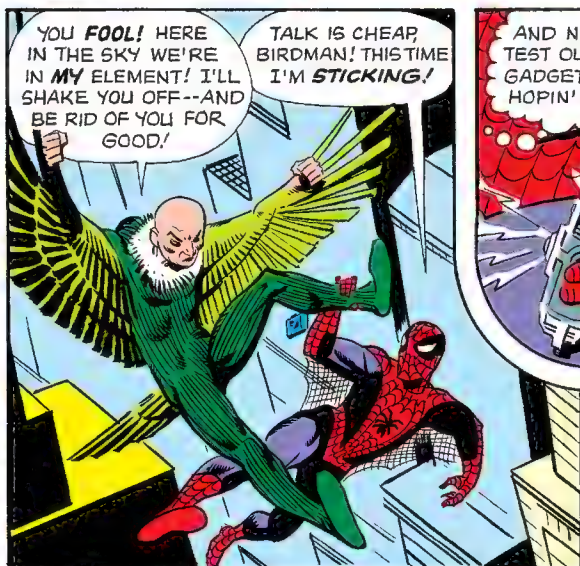
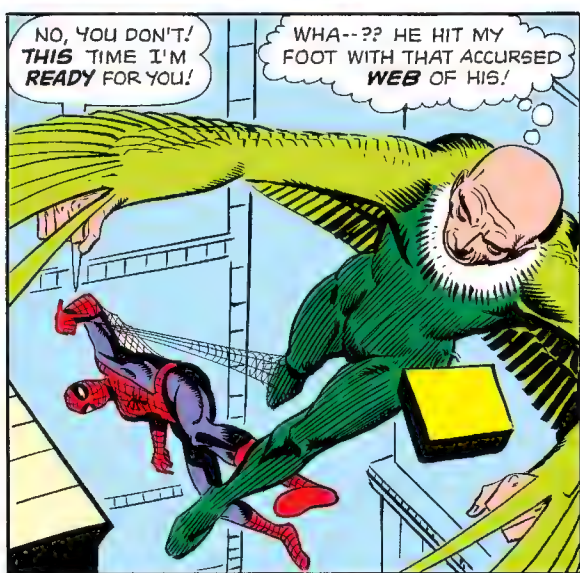
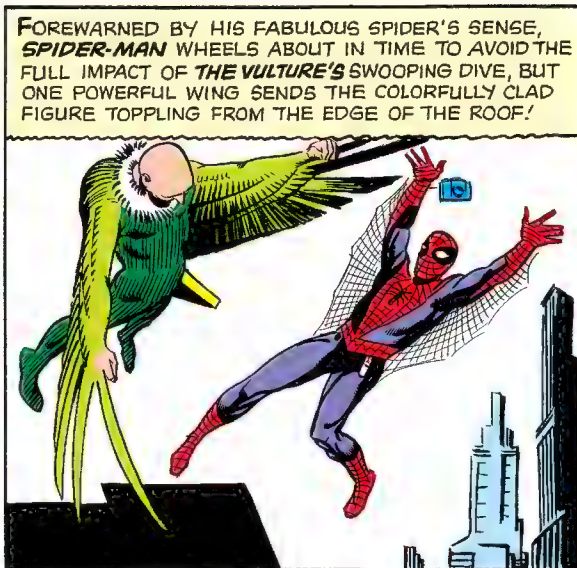
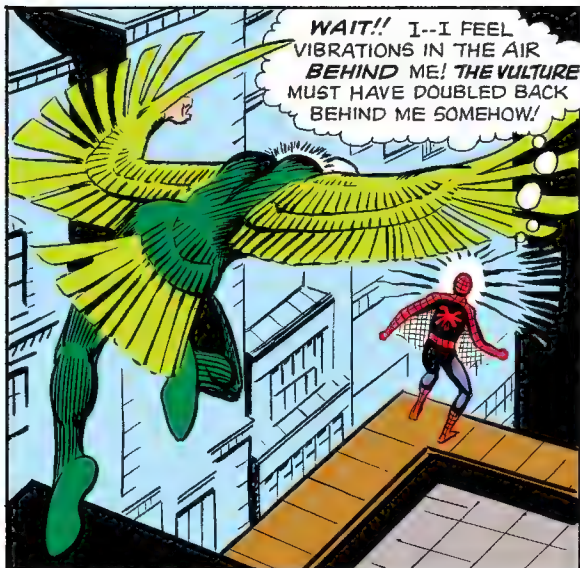
A SHORT TIME LATER, AT THE OTHER END OF TOWN, A TRIUMPHANT **VULTURE** DECIDES TO LEAVE HIS UNDERGROUND LAIR AS DRAMATICALLY AS POSSIBLE...

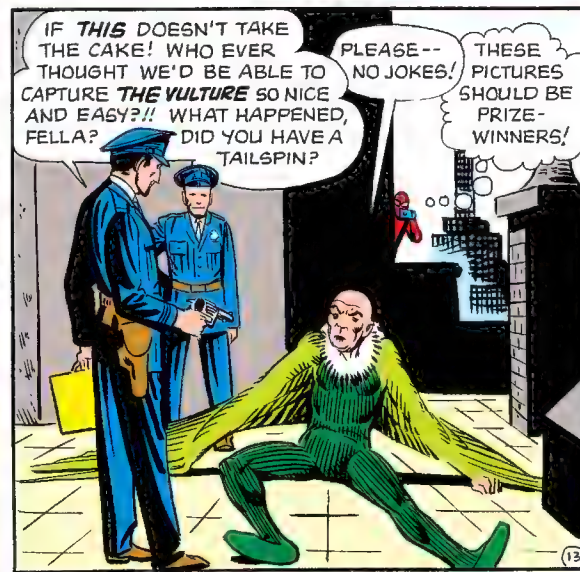
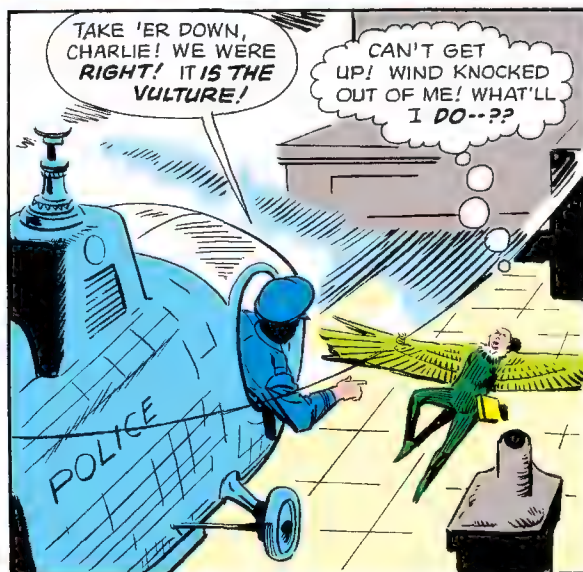
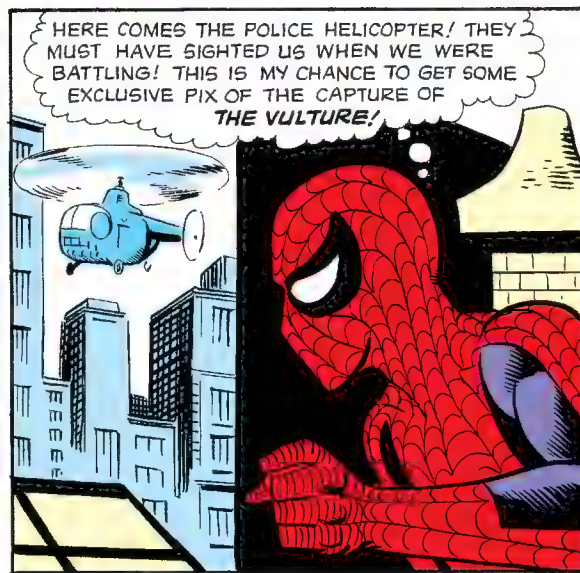
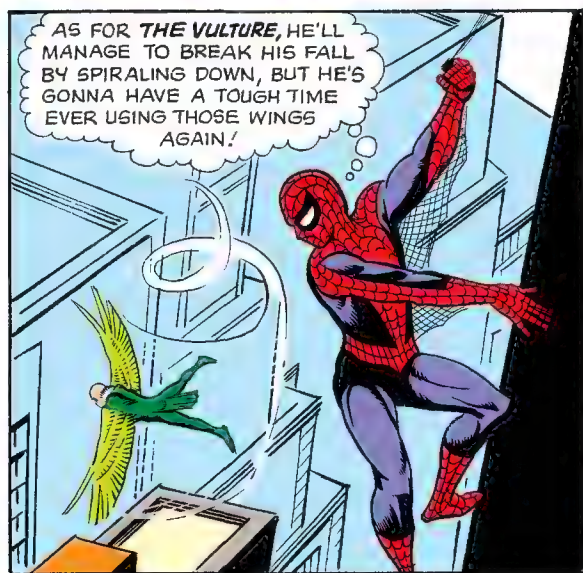


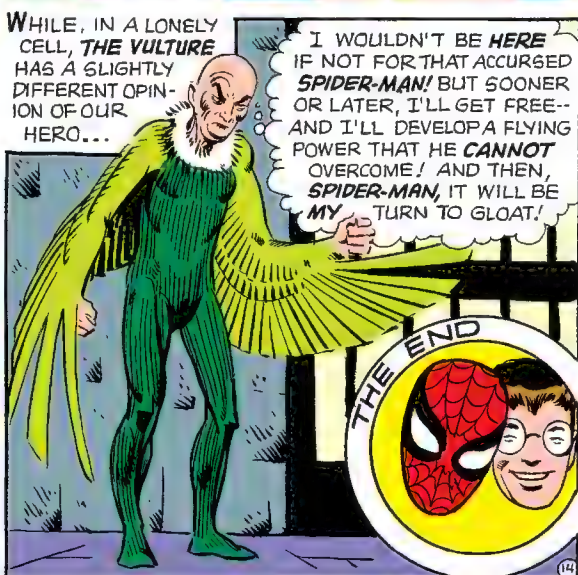
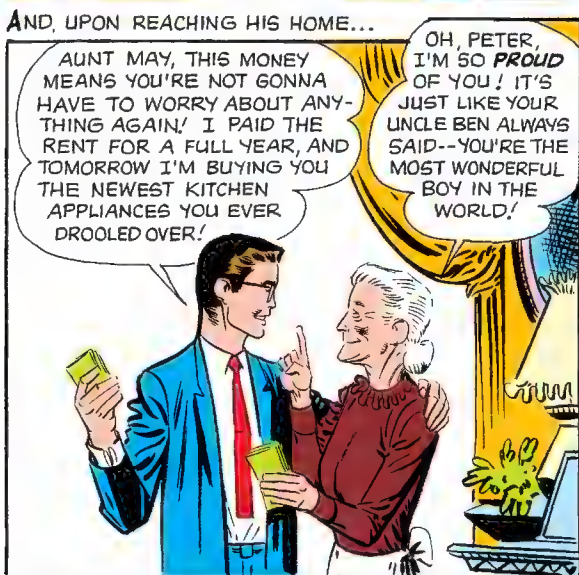
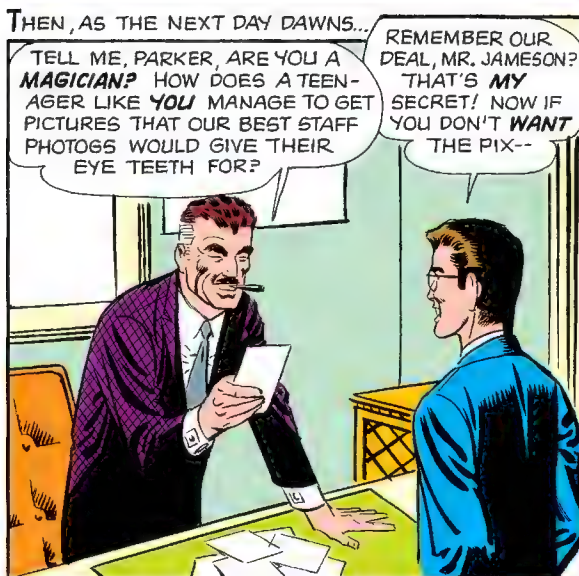
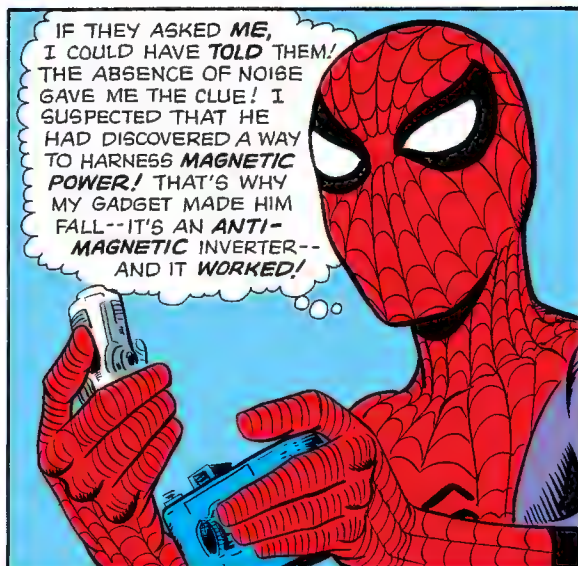
MEANWHILE, LEARNING WHAT HAS OCCURRED PETER PARKER MANAGES TO FIND A DESERTED ALLEY, AND THEN, MOVING WITH BLINDING SPEED...

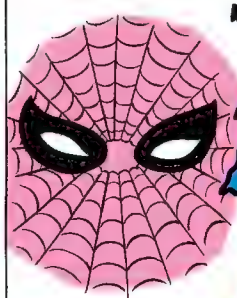






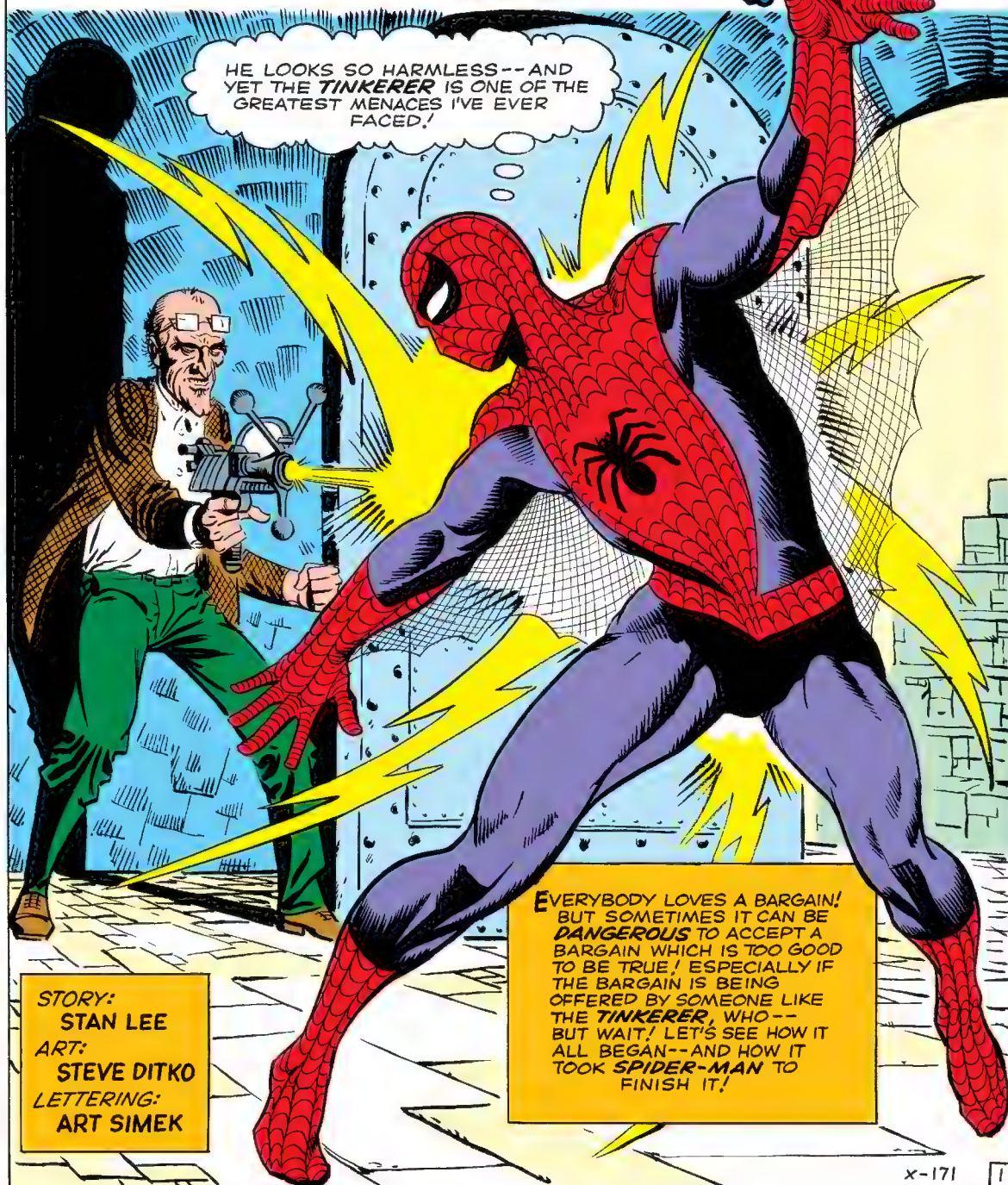






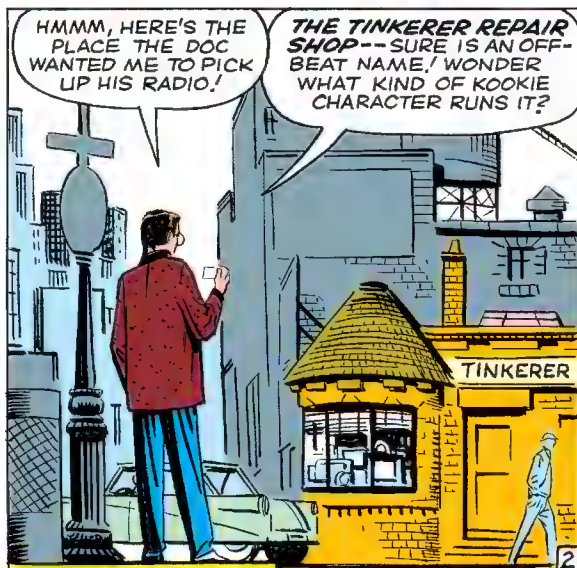
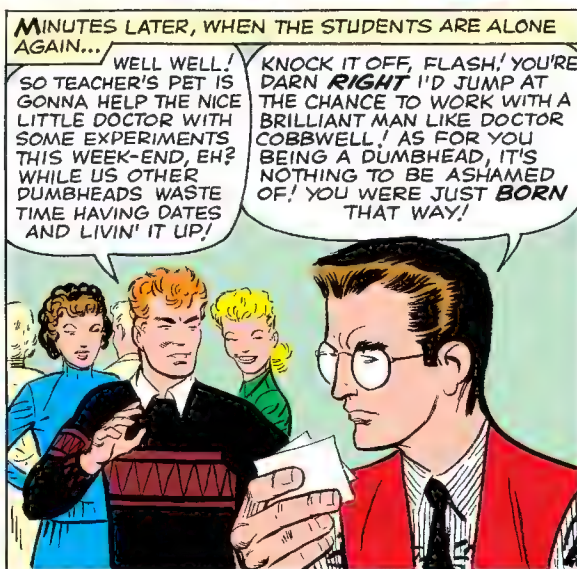
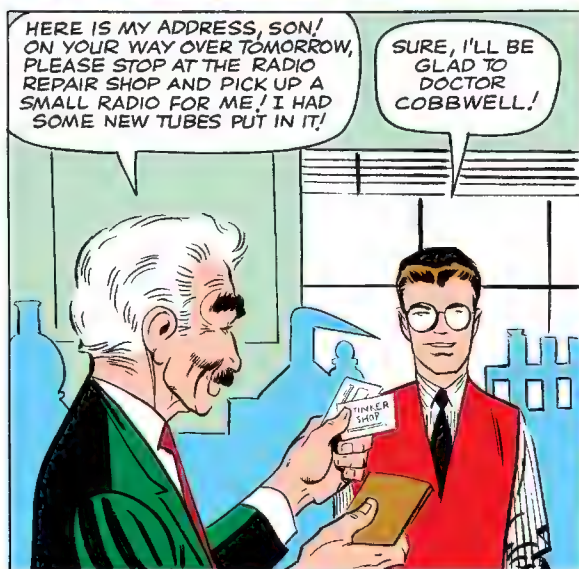
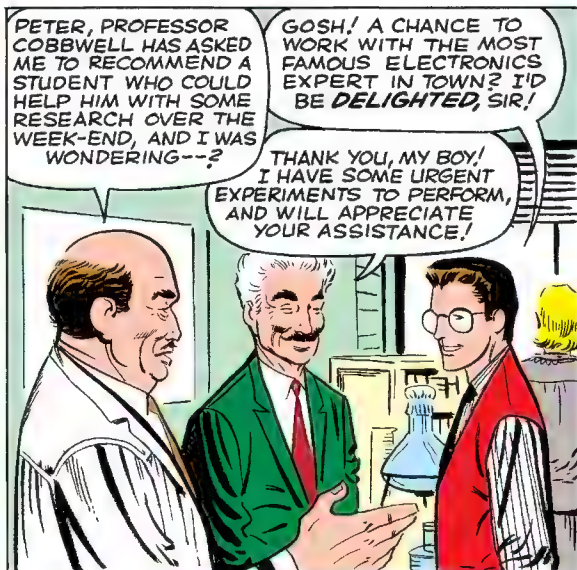
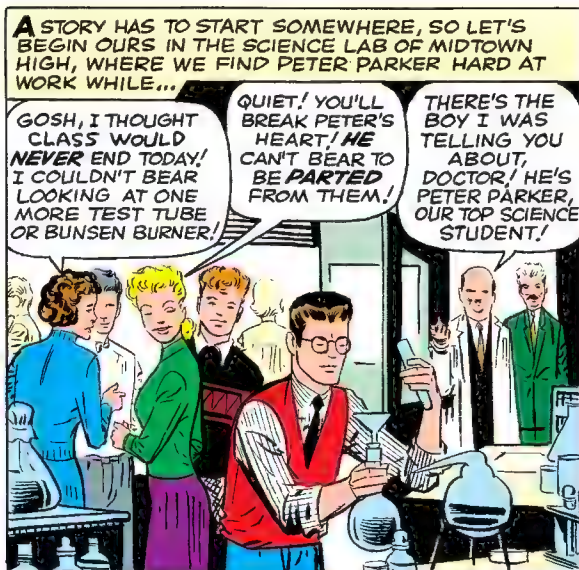
"the **UNCANNY THREAT** of **THE TERRIBLE TINKERER!**"

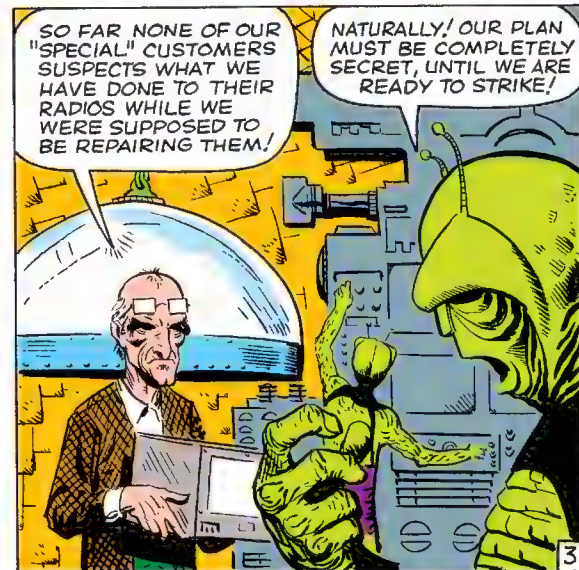
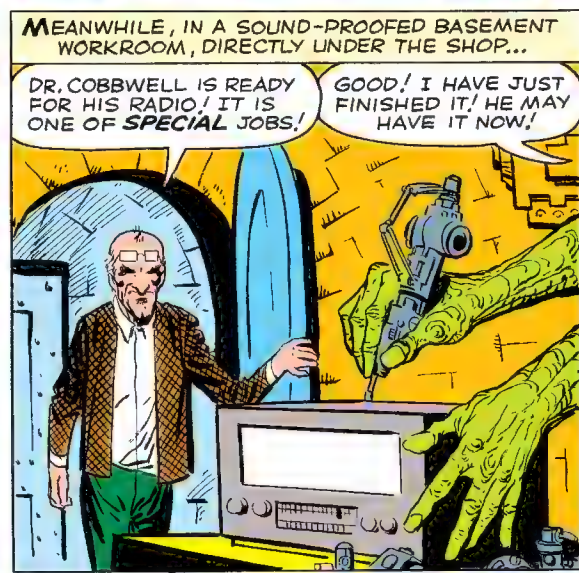
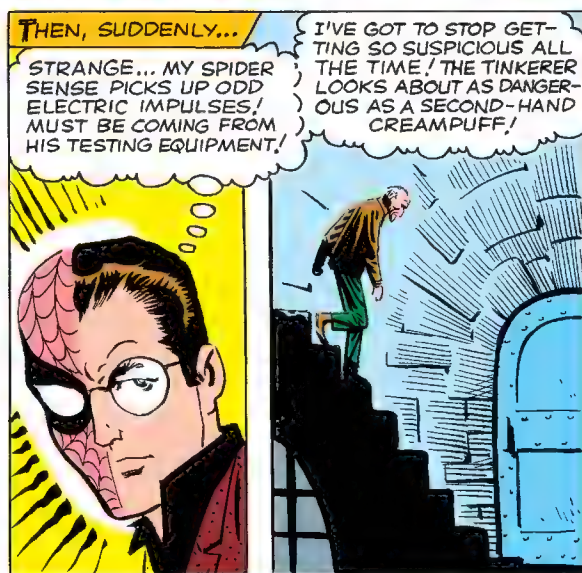
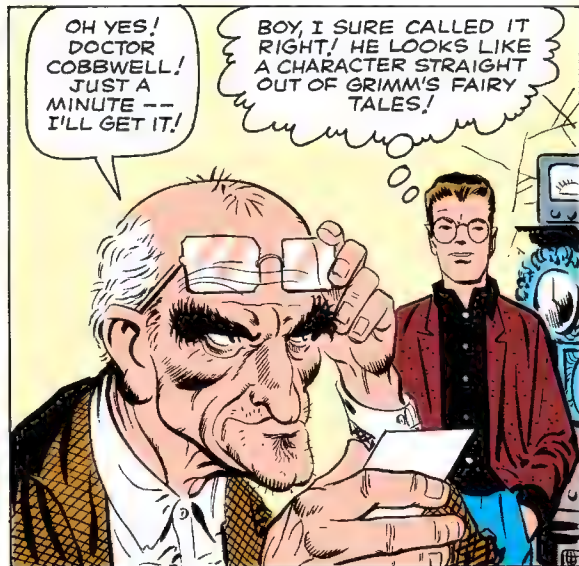
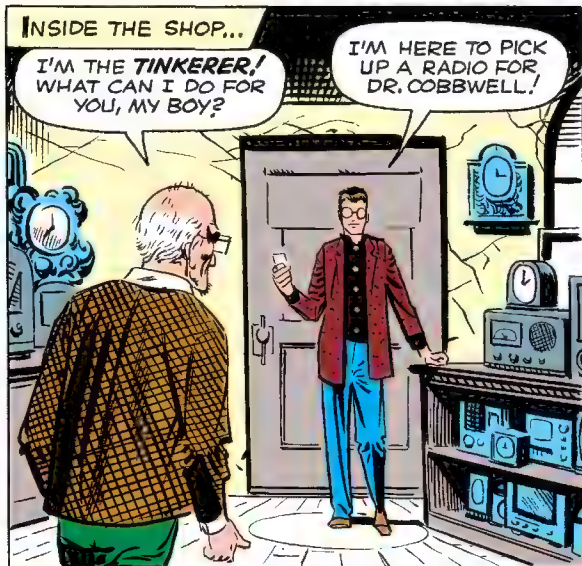
HE LOOKS SO HARMLESS--AND
YET THE **TINKERER** IS ONE OF THE
GREATEST MENACES I'VE EVER
FACED!

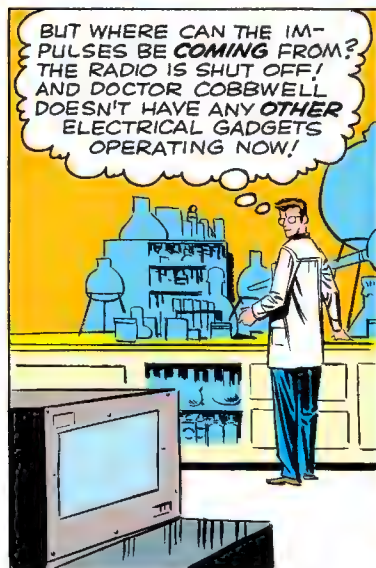
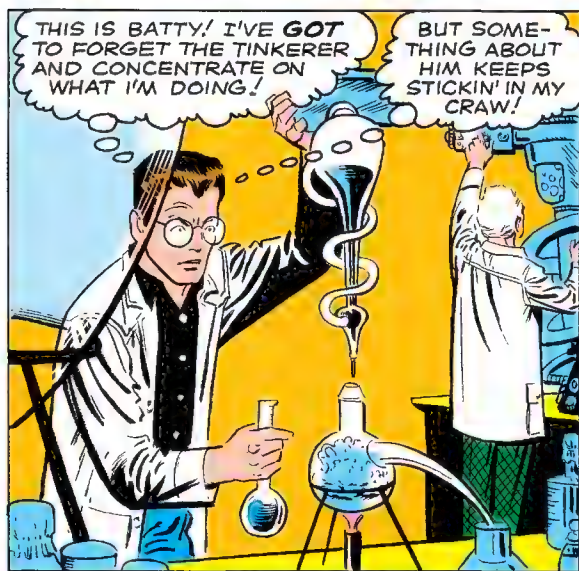
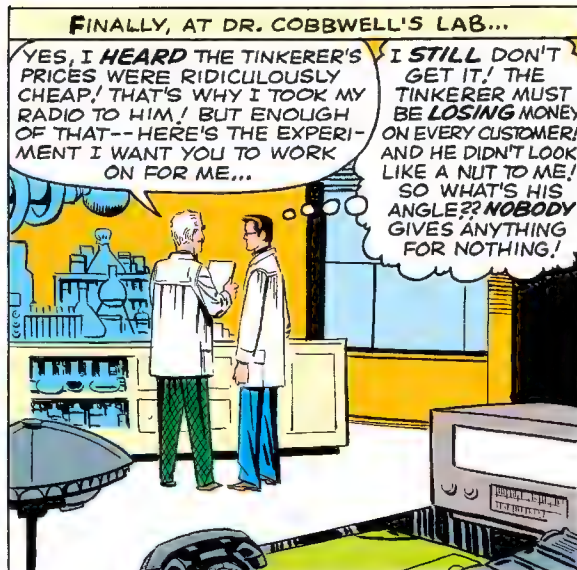
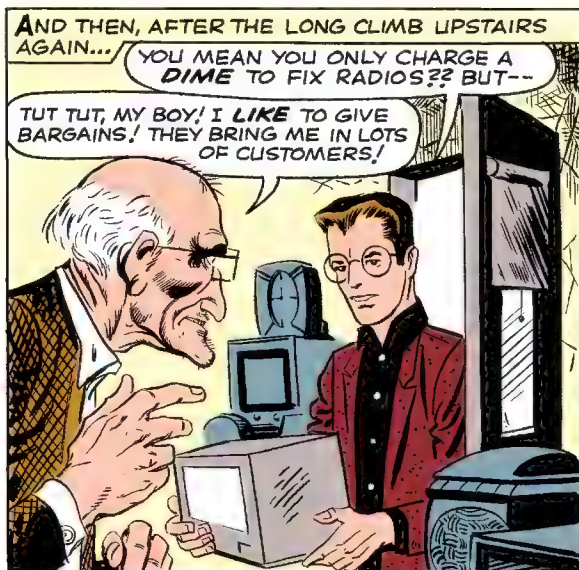


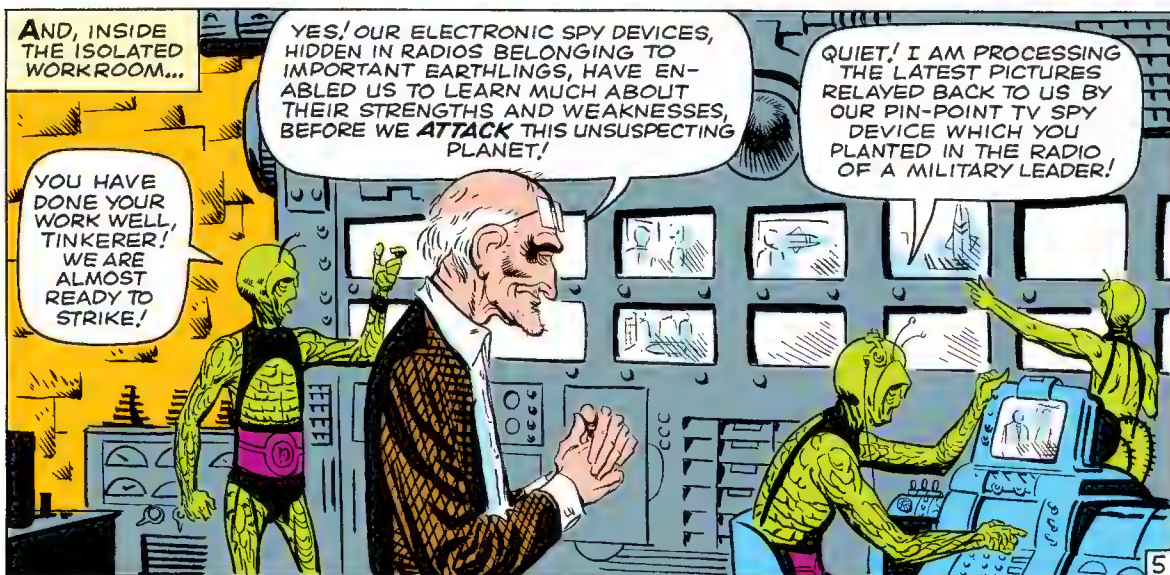
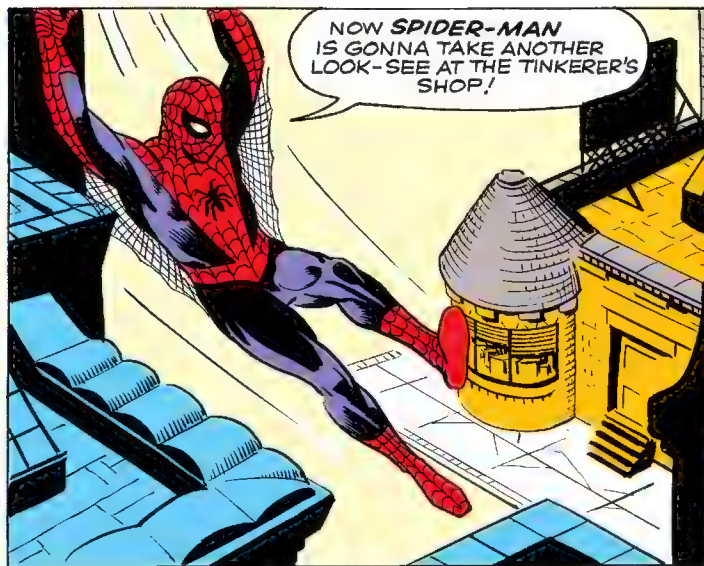
STORY:
STAN LEE
ART:
STEVE DITKO
LETTERING:
ART SIMEK

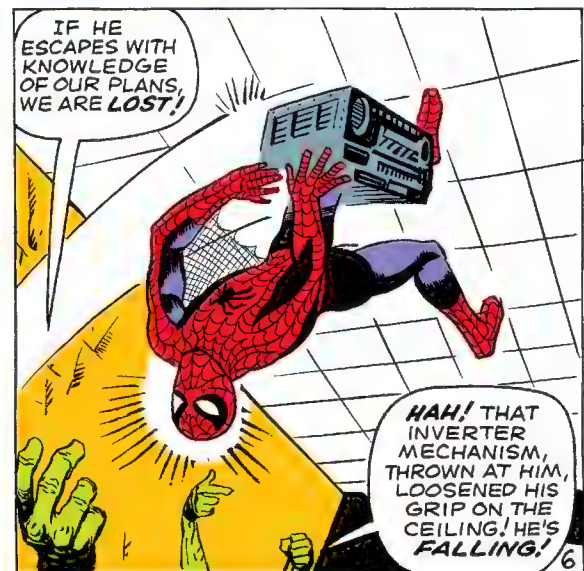
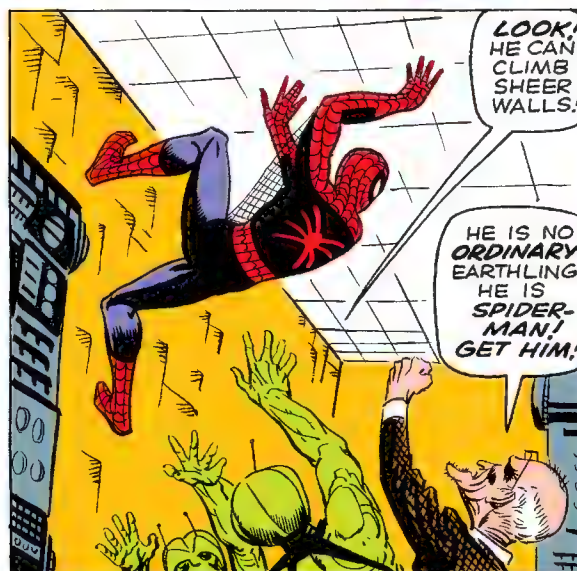
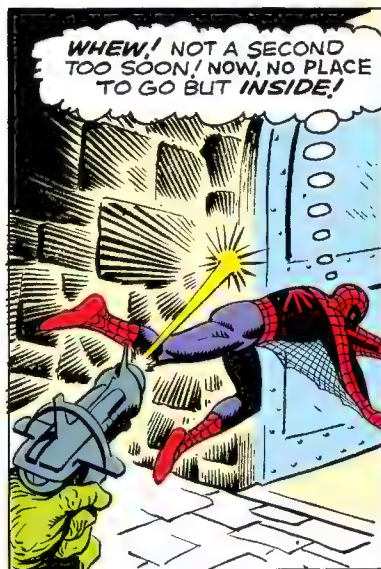
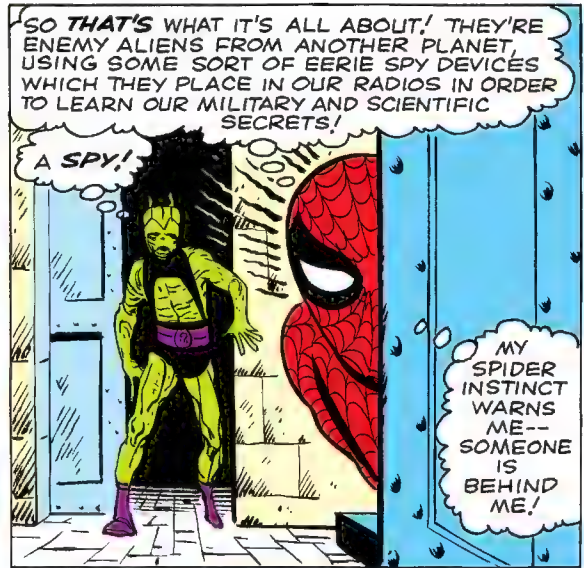
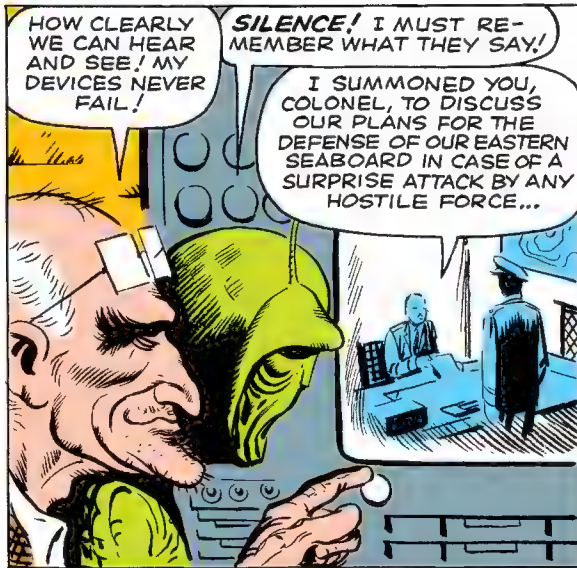
EVERYBODY LOVES A BARGAIN!
BUT SOMETIMES IT CAN BE
DANGEROUS TO ACCEPT A
BARGAIN WHICH IS TOO GOOD
TO BE TRUE! ESPECIALLY IF
THE BARGAIN IS BEING
OFFERED BY SOMEONE LIKE
THE **TINKERER**, WHO--
BUT WAIT! LET'S SEE HOW IT
ALL BEGAN--AND HOW IT
TOOK **SPIDER-MAN** TO
FINISH IT!

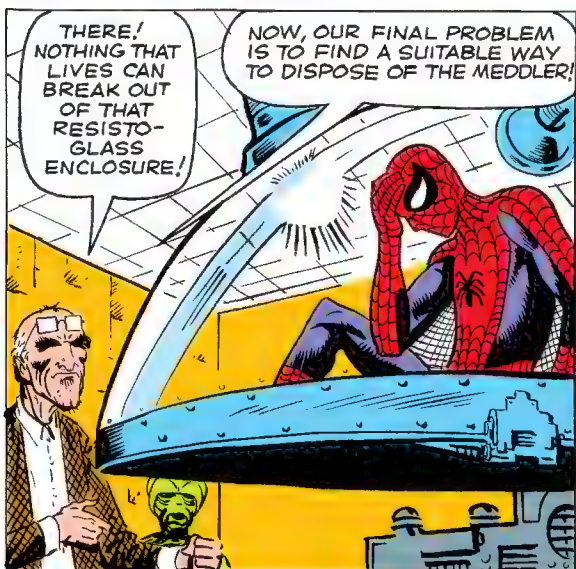
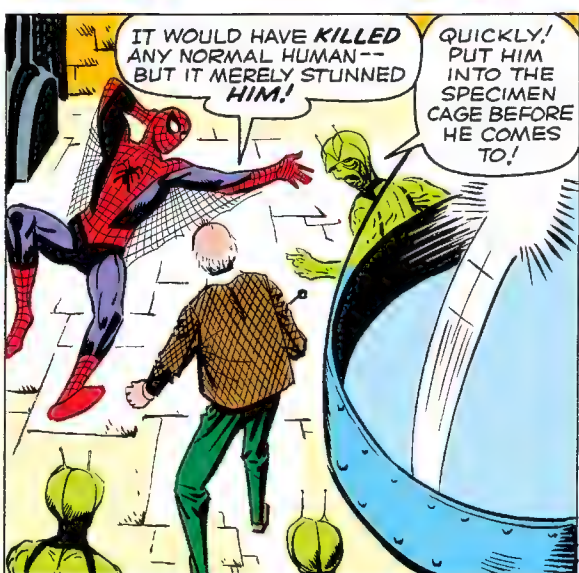


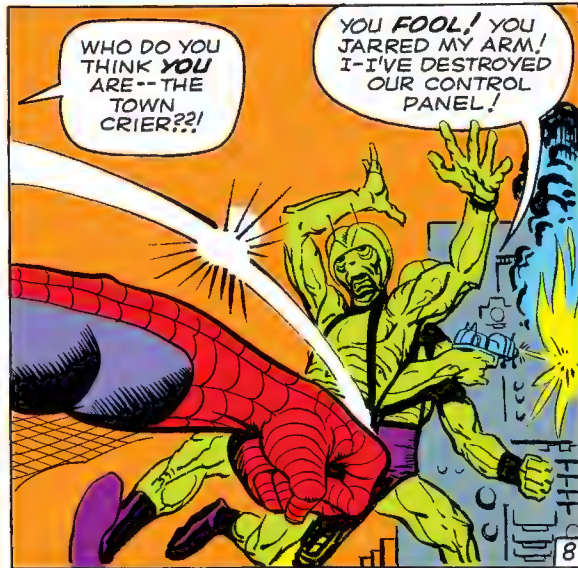
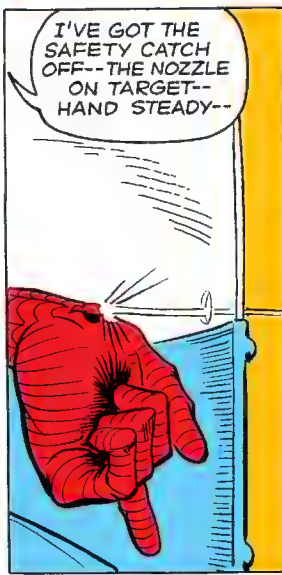
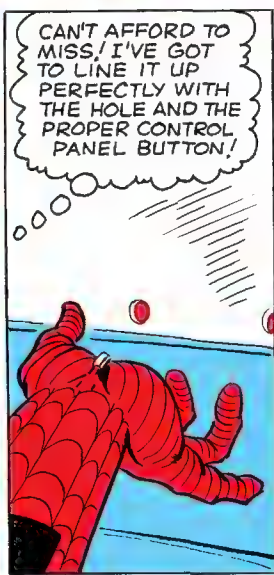
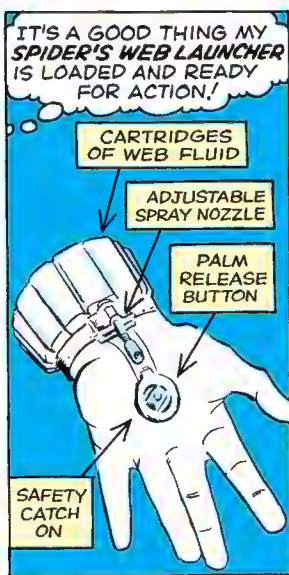
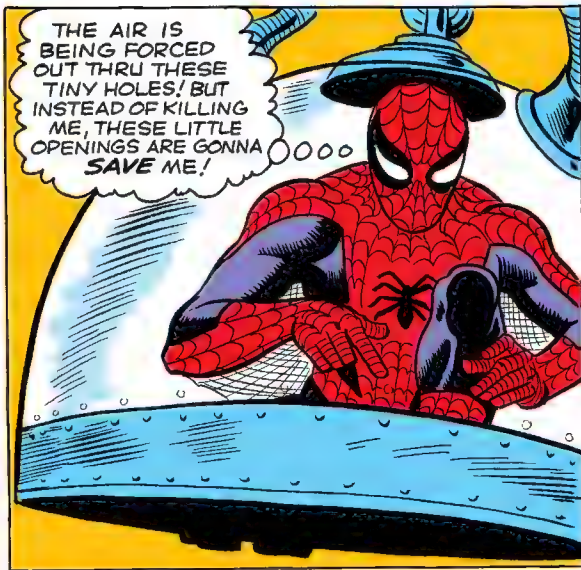


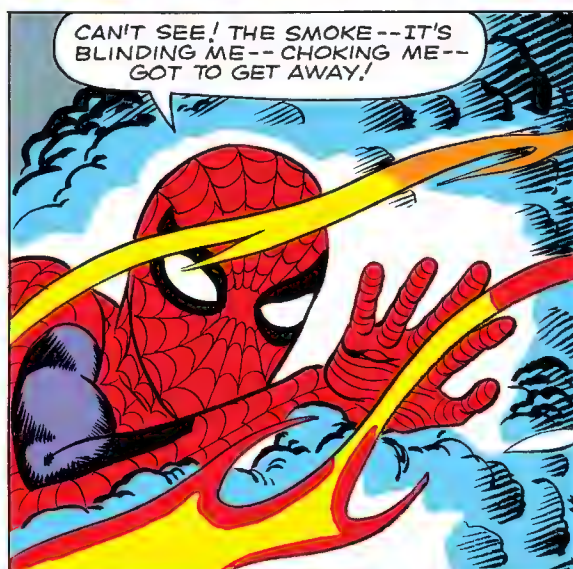
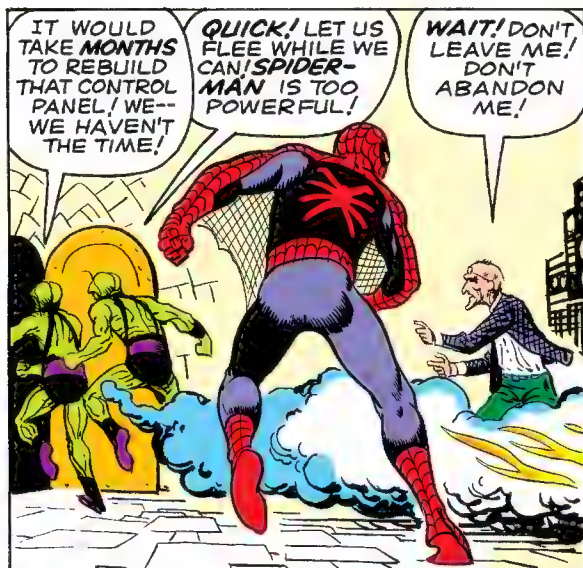


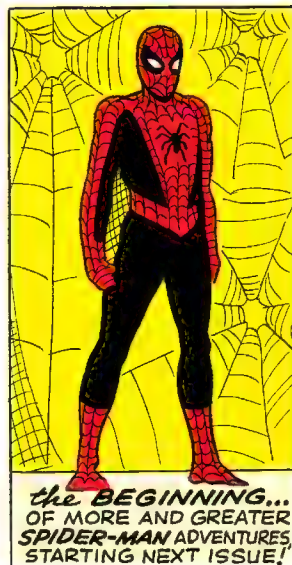
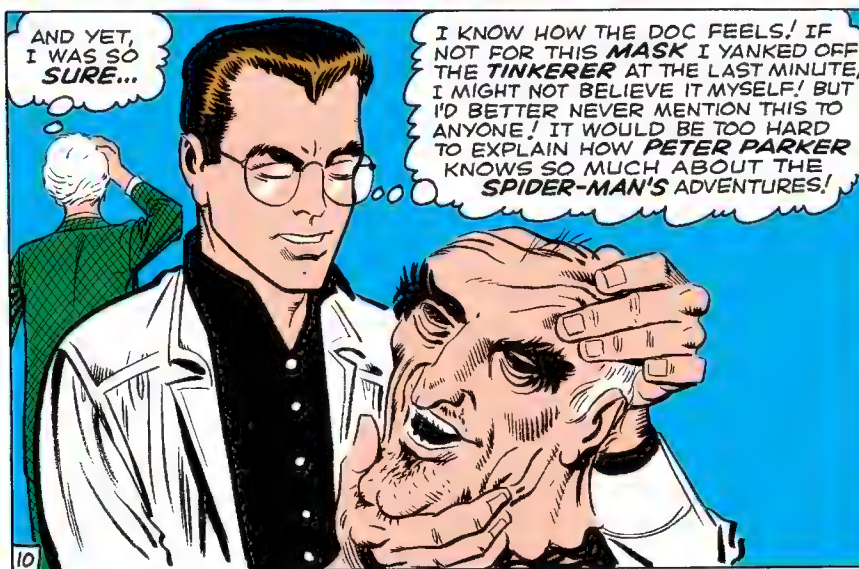
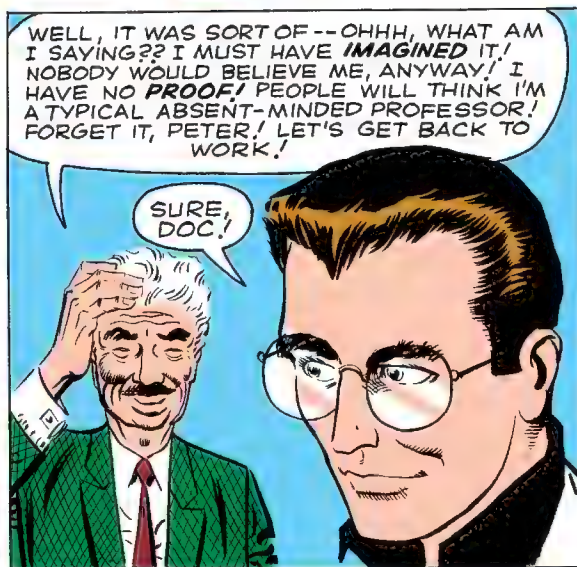
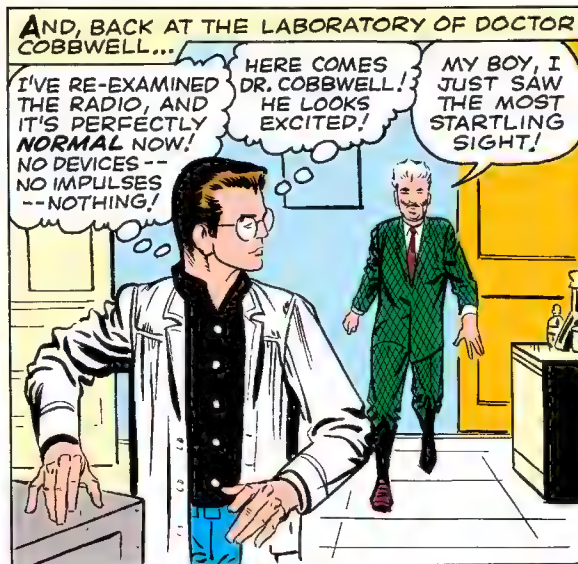














the AMAZING SPIDER-MAN

3
JULY

IND.

WWW.MARVEL.COM

MARVEL
COMICS
GROUP 12¢

AMERICA'S MOST EXCITING
SUPER-HERO CAPTURED BY
THE WORLD'S MOST DREADED
SUPER-VILLAIN!

YOU
ARE *HELPLESS*,
SPIDER-MAN!
I WARNED YOU
THAT THE POWER
OF *DOCTOR*
OCTOPUS IS FAR
GREATER THAN
YOURS!



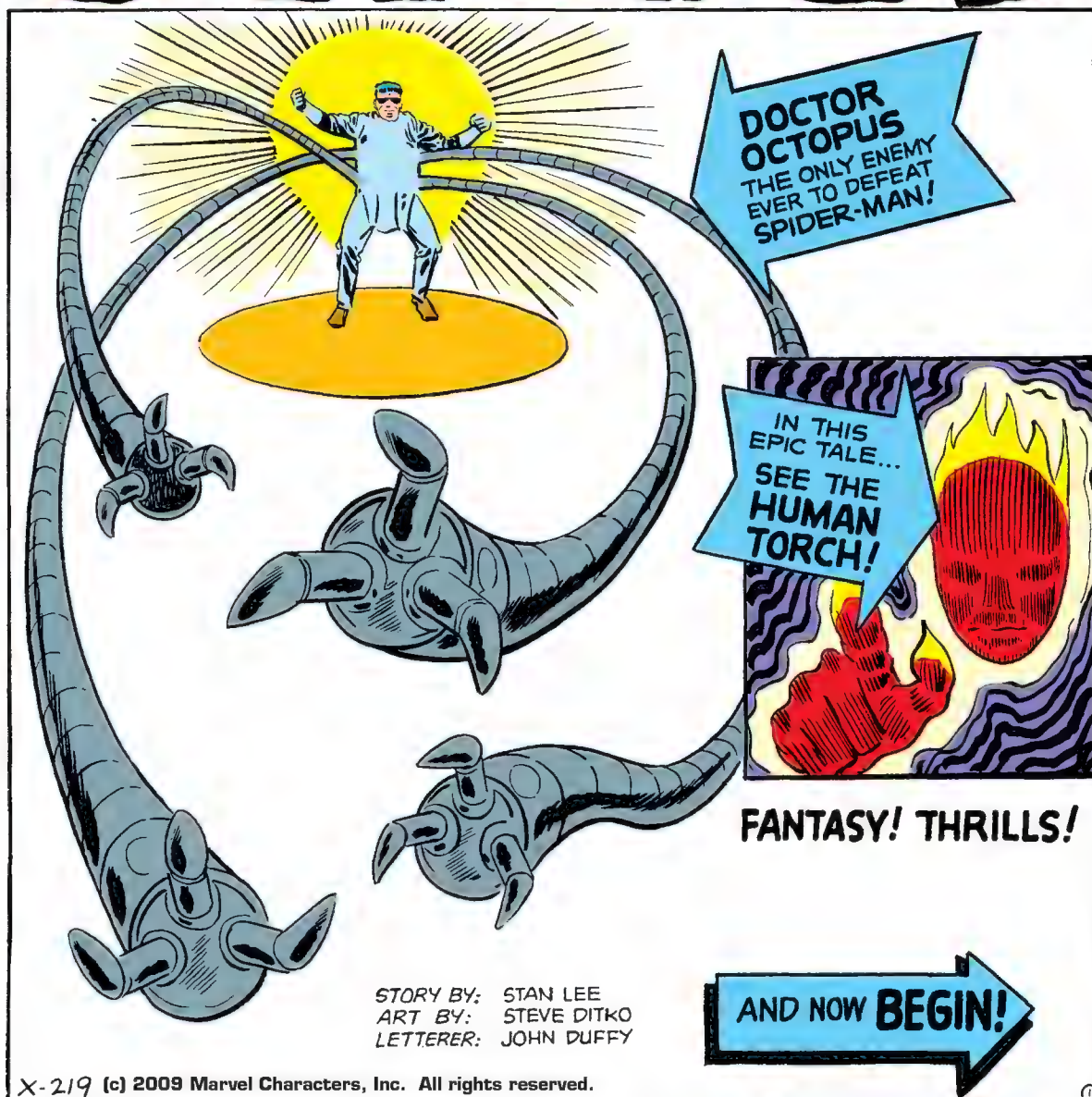
CAN
ANYTHING THAT
LIVES, DEFEAT
THE MIGHTY
DOCTOR
OCTOPUS??

A BOOK-LENGTH SUPER-THRILLER!
SPIDER-MAN FACES
HIS MOST POWERFUL FOE:

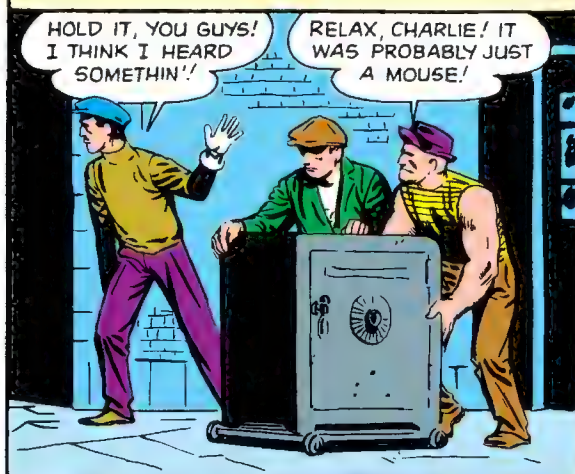
"**DR. OCTOPUS!**"

SPIDER-MAN **VERSUS** **DOCTOR OCTOPUS**

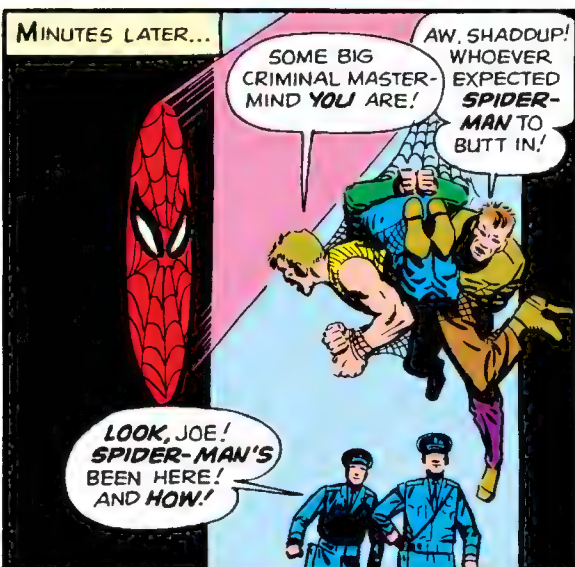
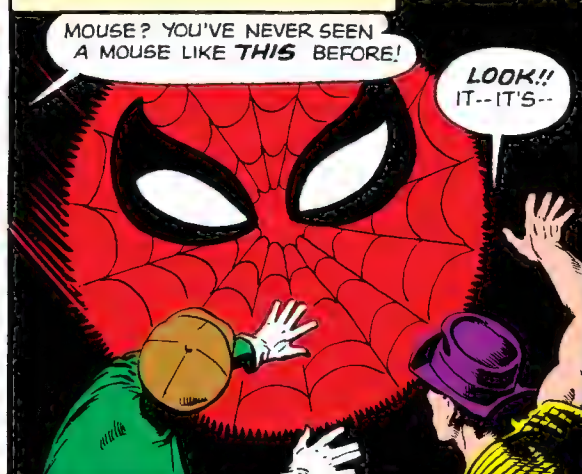
THE STRANGEST FOE
OF ALL TIME...

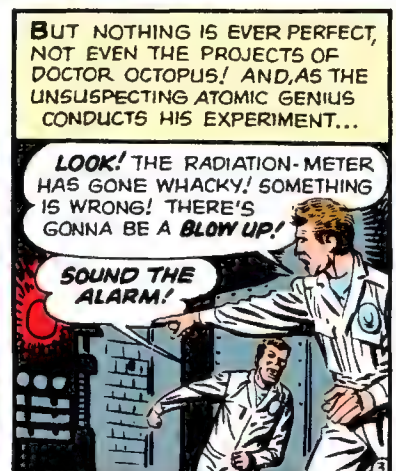
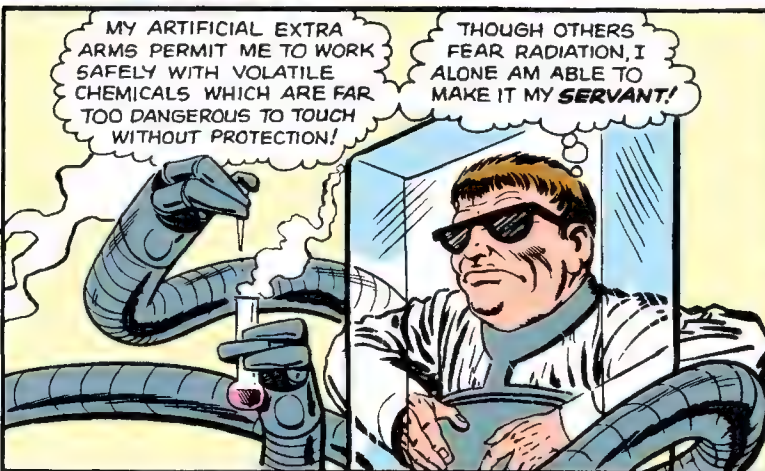
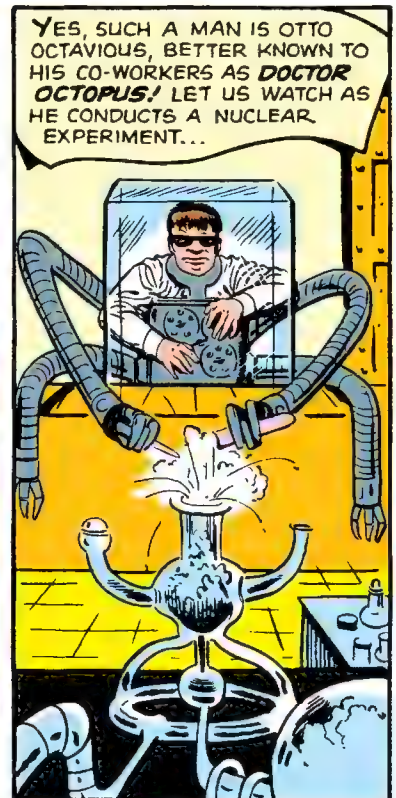
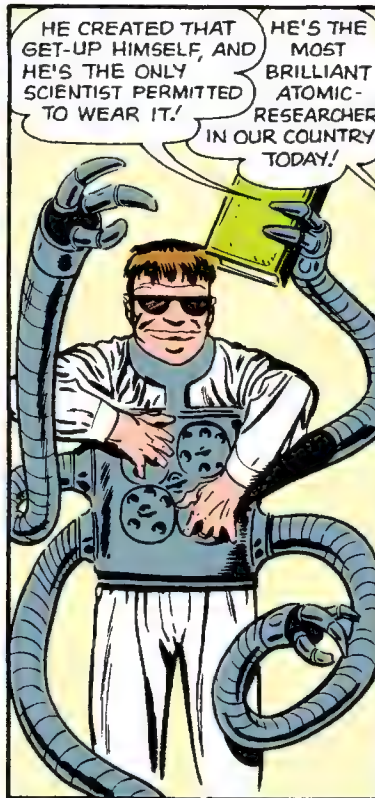
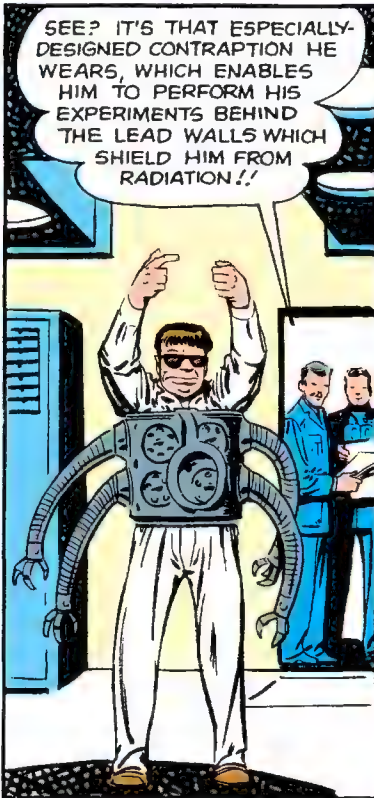
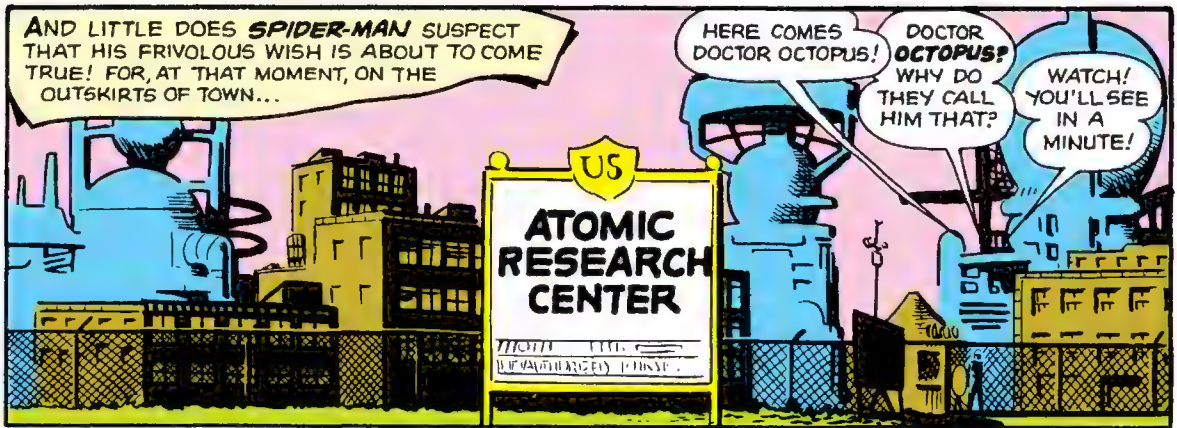


A STORY HAS TO START *SOMEWHERE*, SO LET'S BEGIN WITH A LONELY WAREHOUSE, IN THE DEAD OF NIGHT, WHERE WE FIND A ROBBERY TAKING PLACE...



SUDDENLY, THE MOST AWESOME IMAGE IN CRIME-FIGHTING APPEARS ON THE WALL DIRECTLY ABOVE THE STARTLED THIEVES...

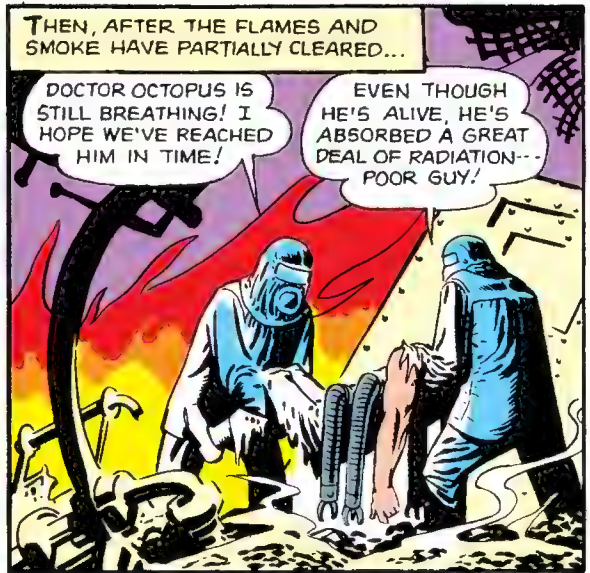




BUT THE WARNING, ALAS, IS GIVEN TOO LATE! AND BEFORE THE ALARM CAN BE SOUNDED...



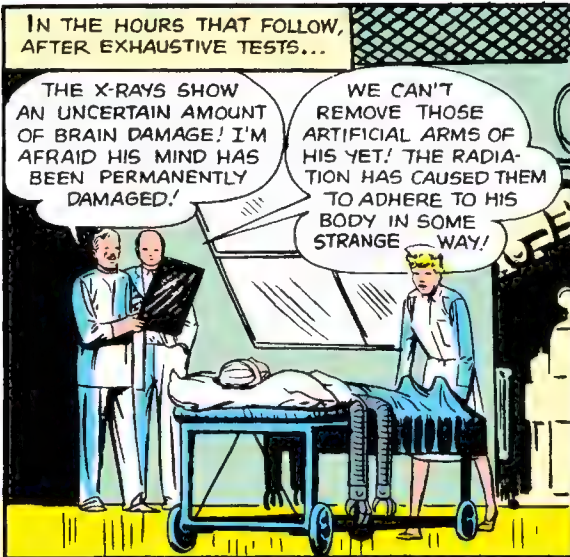
THEN, AFTER THE FLAMES AND SMOKE HAVE PARTIALLY CLEARED...



DOCTOR OCTOPUS IS STILL BREATHING! I HOPE WE'VE REACHED HIM IN TIME!

EVEN THOUGH HE'S ALIVE, HE'S ABSORBED A GREAT DEAL OF RADIATION-- POOR GUY!

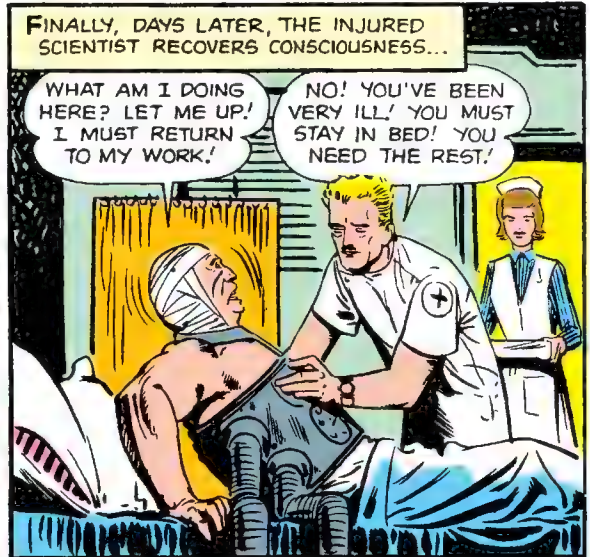
IN THE HOURS THAT FOLLOW, AFTER EXHAUSTIVE TESTS...



THE X-RAYS SHOW AN UNCERTAIN AMOUNT OF BRAIN DAMAGE! I'M AFRAID HIS MIND HAS BEEN PERMANENTLY DAMAGED!

WE CAN'T REMOVE THOSE ARTIFICIAL ARMS OF HIS YET! THE RADIATION HAS CAUSED THEM TO ADHERE TO HIS BODY IN SOME STRANGE WAY!

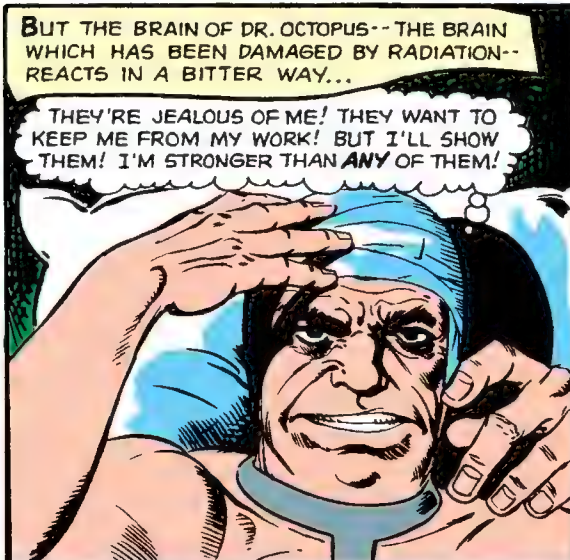
FINALLY, DAYS LATER, THE INJURED SCIENTIST RECOVERS CONSCIOUSNESS...



WHAT AM I DOING HERE? LET ME UP! I MUST RETURN TO MY WORK!

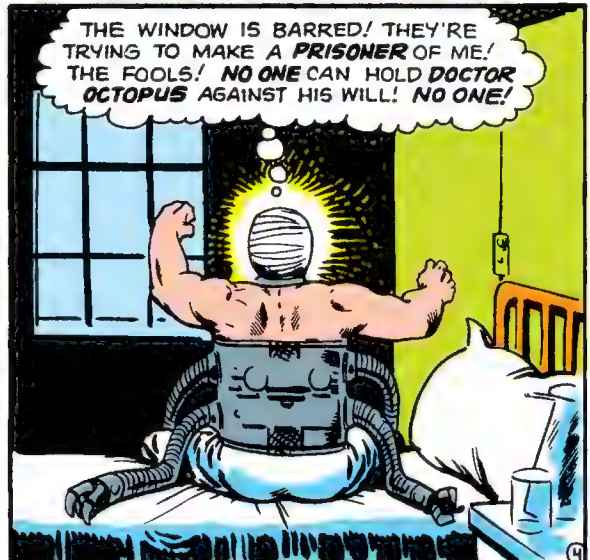
NO! YOU'VE BEEN VERY ILL! YOU MUST STAY IN BED! YOU NEED THE REST!

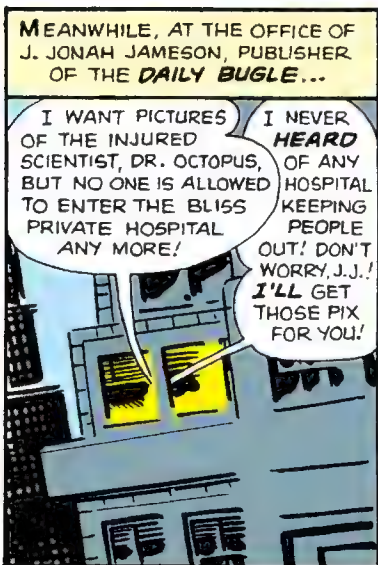
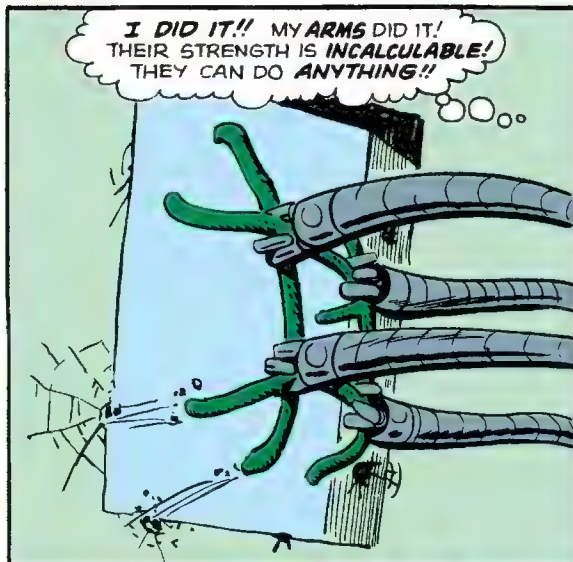
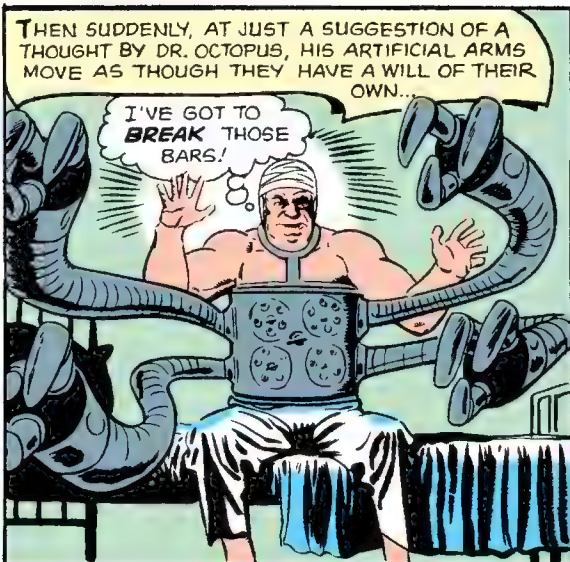
BUT THE BRAIN OF DR. OCTOPUS-- THE BRAIN WHICH HAS BEEN DAMAGED BY RADIATION-- REACTS IN A BITTER WAY...



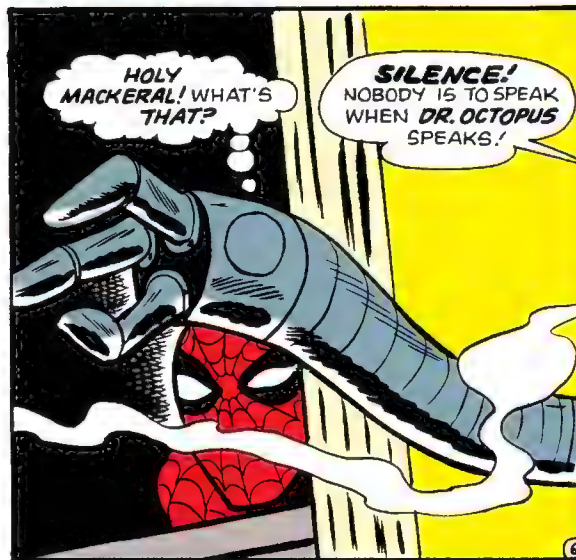
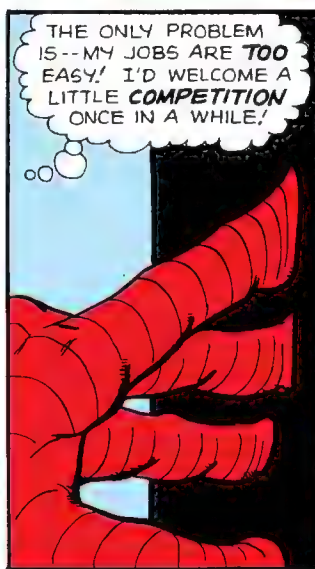
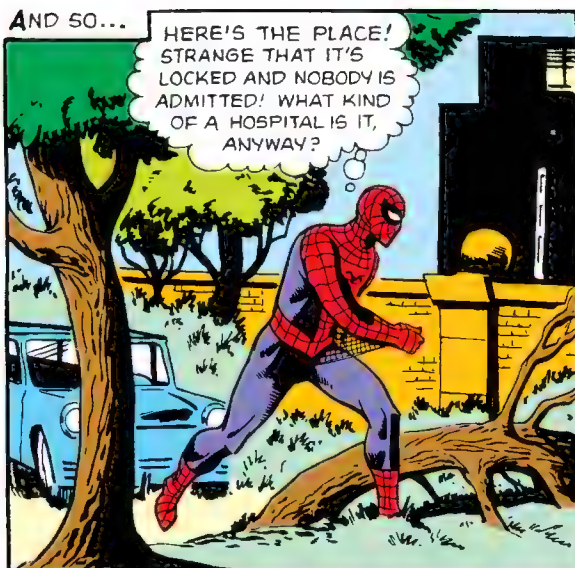
THEY'RE JEALOUS OF ME! THEY WANT TO KEEP ME FROM MY WORK! BUT I'LL SHOW THEM! I'M STRONGER THAN ANY OF THEM!

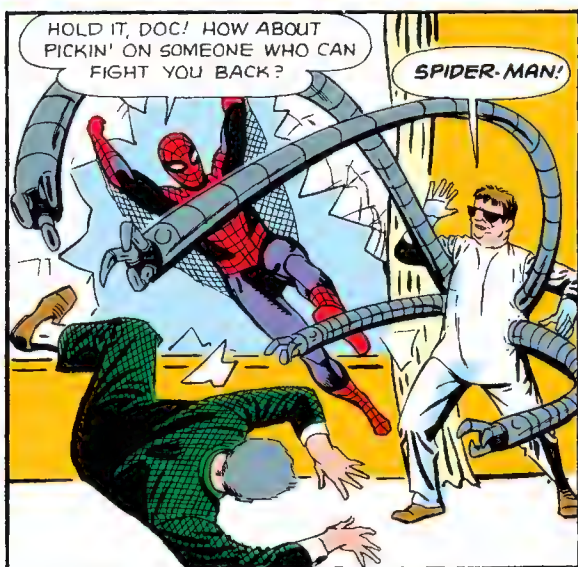
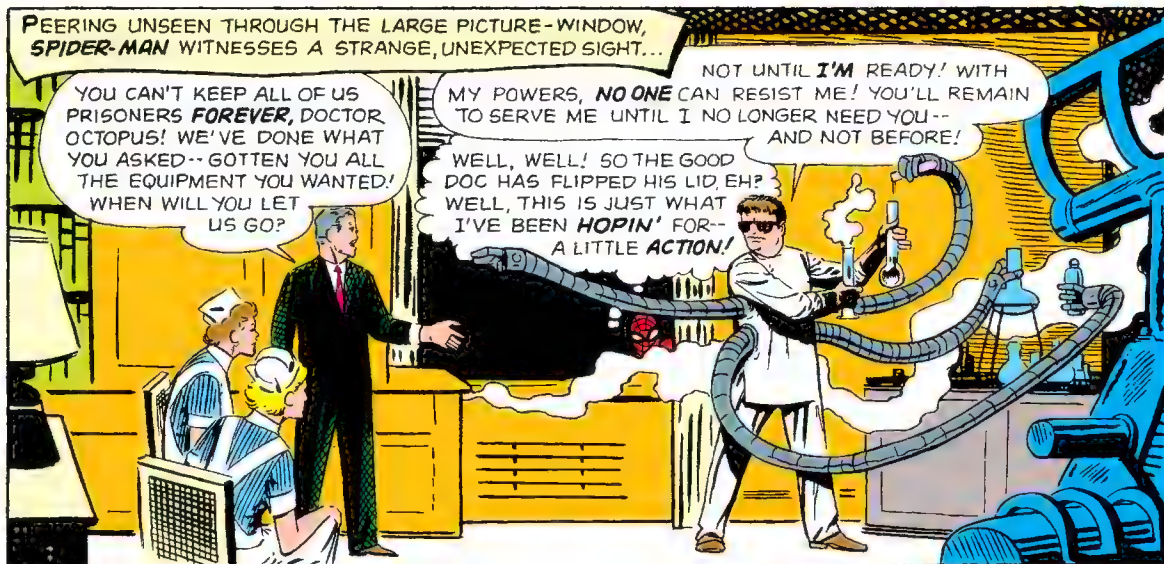
THE WINDOW IS BARRED! THEY'RE TRYING TO MAKE A PRISONER OF ME! THE FOOLS! NO ONE CAN HOLD DOCTOR OCTOPUS AGAINST HIS WILL! NO ONE!



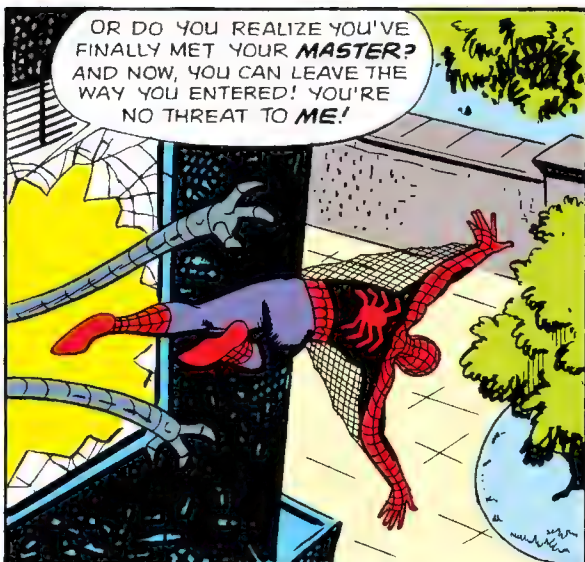


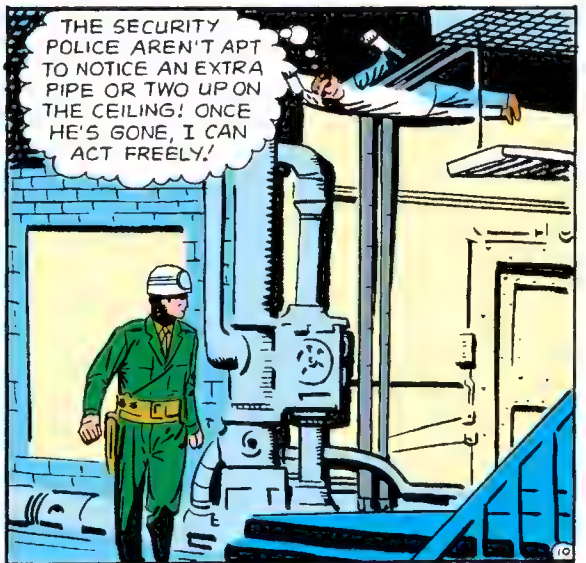
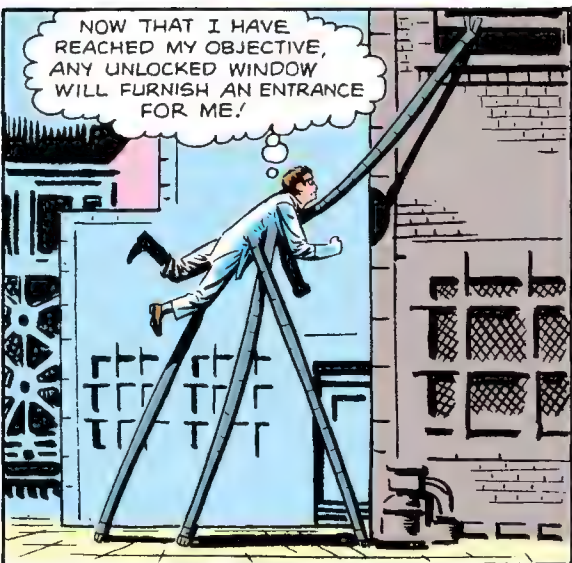
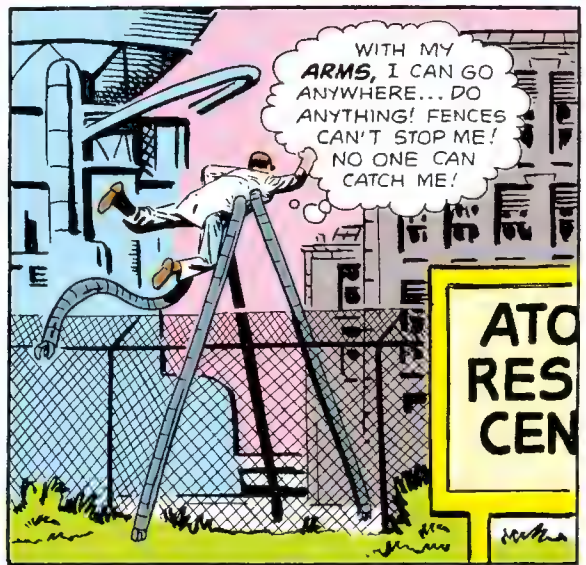
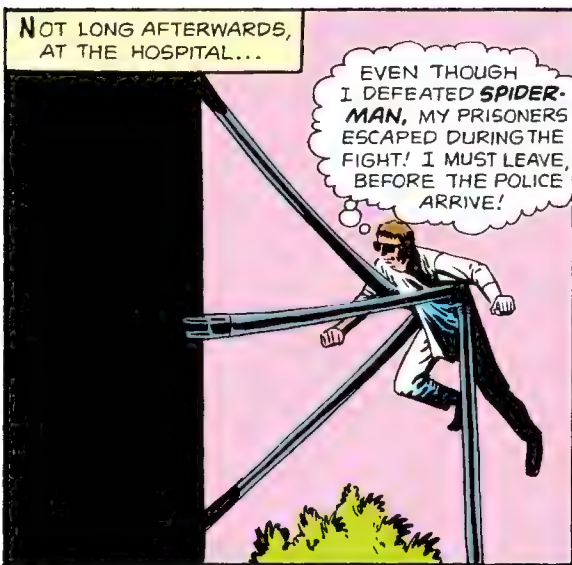
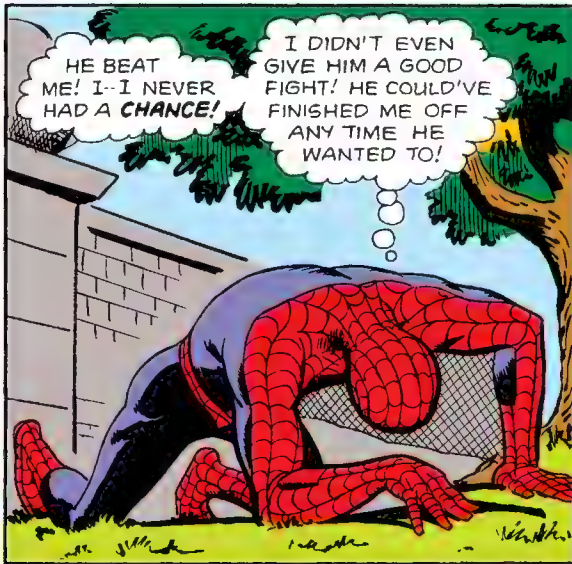
AND SO...

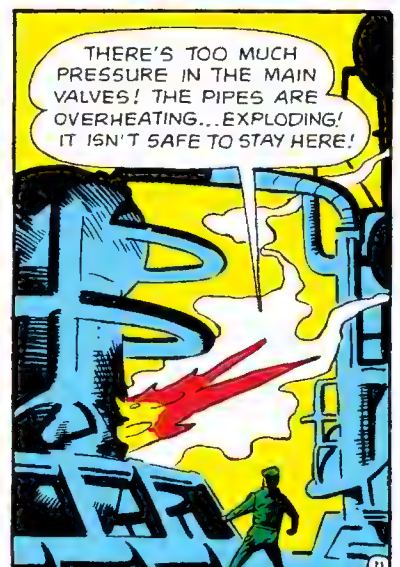
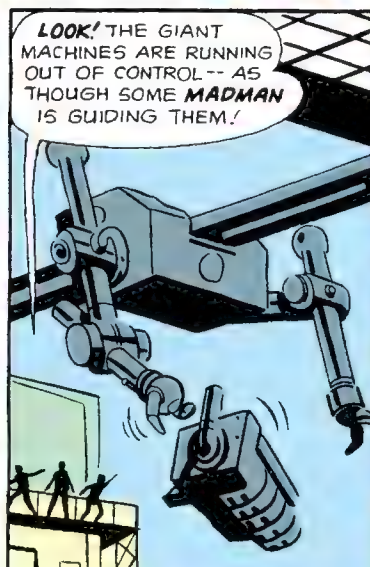
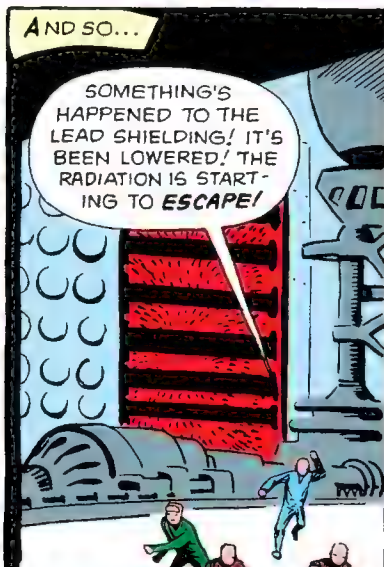
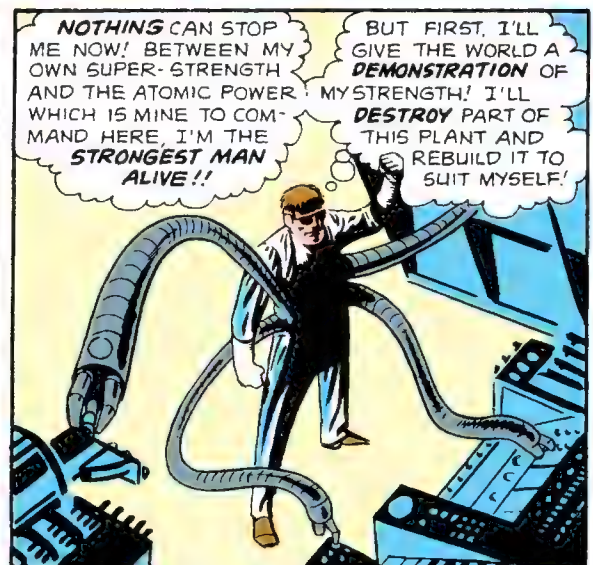
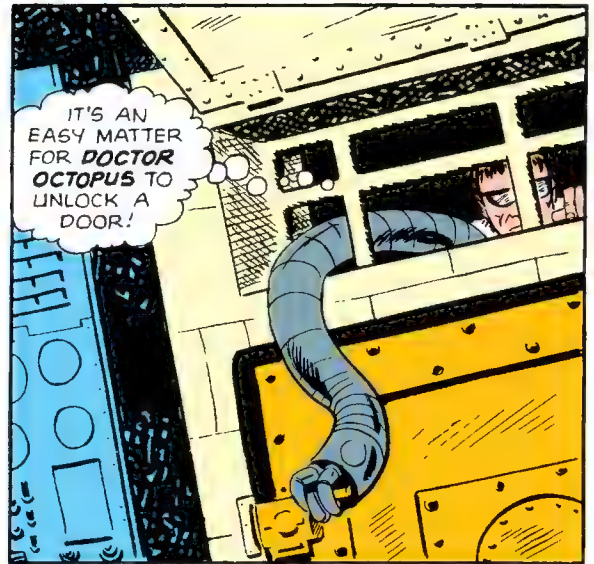
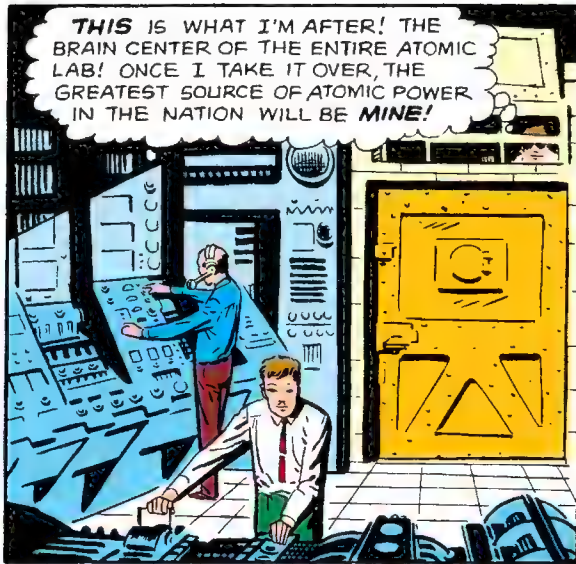


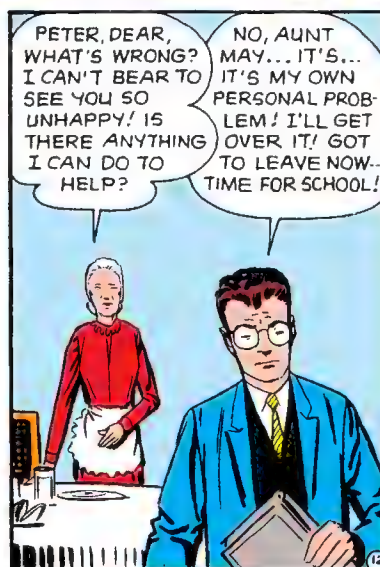
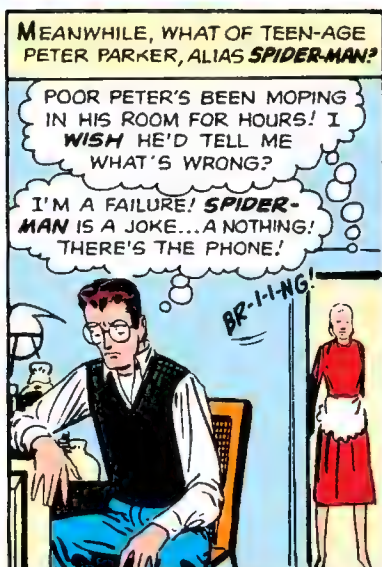
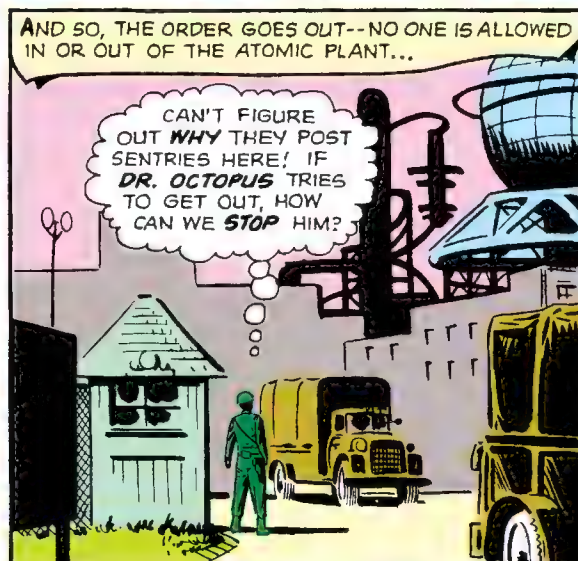
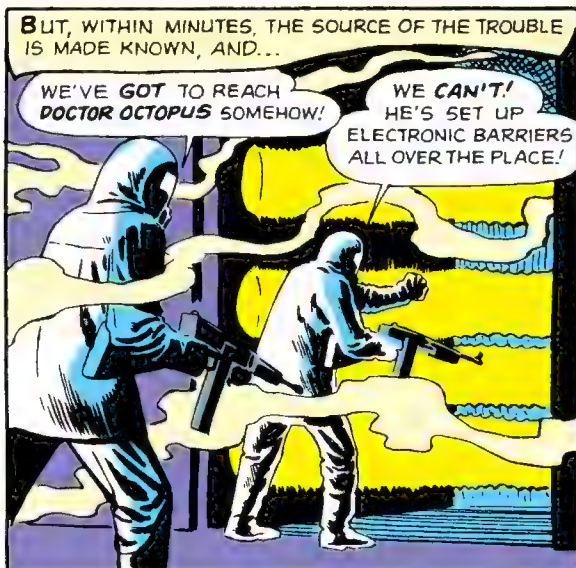














HELLO, PETEY!... SAY, WHAT'S WITH HIM? HE DIDN'T **ANSWER!**

AND THERE'S NO ONE I CAN TALK TO... NO ONE WHO'D UNDERSTAND!

HIM? HE'S DOWN IN THE DUMPS! LOOKS LIKE HE LOST HIS FAVORITE TEST TUBE!

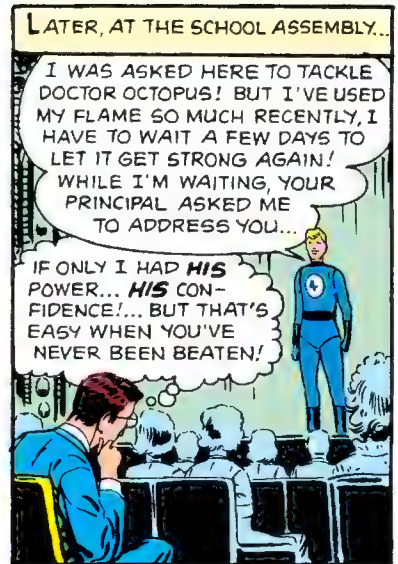


PETE, DID YOU HEAR THE BIG NEWS? THE GOVERNOR'S ASKED THE **FANTASTIC FOUR** TO TRY TO CAPTURE DOCTOR OCTOPUS!

WHAT HE CAN DO! HE'S SPEAKING TO OUR ASSEMBLY TODAY!

THEY'RE BUSY WITH ANOTHER CASE, BUT THEY SENT THE **HUMAN TORCH** TO SEE

BIG DEAL!



LATER, AT THE SCHOOL ASSEMBLY...

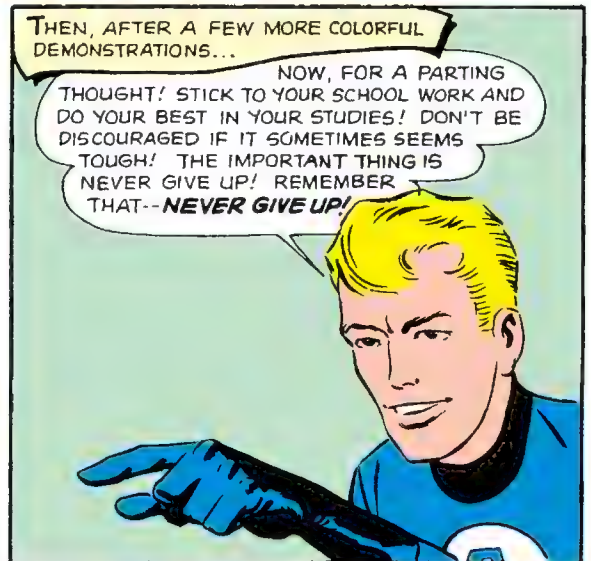
I WAS ASKED HERE TO TACKLE DOCTOR OCTOPUS! BUT I'VE USED MY FLAME SO MUCH RECENTLY, I HAVE TO WAIT A FEW DAYS TO LET IT GET STRONG AGAIN! WHILE I'M WAITING, YOUR PRINCIPAL ASKED ME TO ADDRESS YOU...

IF ONLY I HAD **HIS** POWER... **HIS** CONFIDENCE!... BUT THAT'S EASY WHEN YOU'VE NEVER BEEN BEATEN!



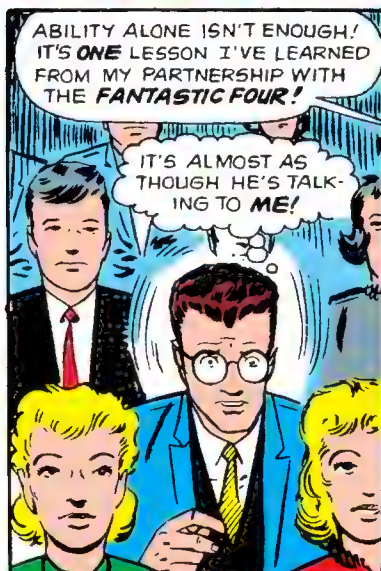
NOW FOR A LITTLE DEMONSTRATION! I CAN'T APPLY MY TOTAL FLAME, BUT HERE ARE SOME FIERY FIGURES FOR YOU!

THIS IS WHAT USUALLY HAPPENS WHEN THE **THING** HELPS ME WITH MY HOME-WORK! I GET RESULTS LIKE **THIS!**



THEN, AFTER A FEW MORE COLORFUL DEMONSTRATIONS...

NOW, FOR A PARTING THOUGHT! STICK TO YOUR SCHOOL WORK AND DO YOUR BEST IN YOUR STUDIES! DON'T BE DISCOURAGED IF IT SOMETIMES SEEMS TOUGH! THE IMPORTANT THING IS NEVER GIVE UP! REMEMBER THAT--**NEVER GIVE UP!**



ABILITY ALONE ISN'T ENOUGH! IT'S **ONE** LESSON I'VE LEARNED FROM MY PARTNERSHIP WITH THE **FANTASTIC FOUR!**

IT'S ALMOST AS THOUGH HE'S TALKING TO **ME!**



EVEN THE **FANTASTIC FOUR** HAVE HAD DEFEATS--BUT WE ALWAYS COME BACK! OUR MOTTO IS NEVER SAY DIE!

HE'S **RIGHT!** BY GOLLY, HE'S **RIGHT!**

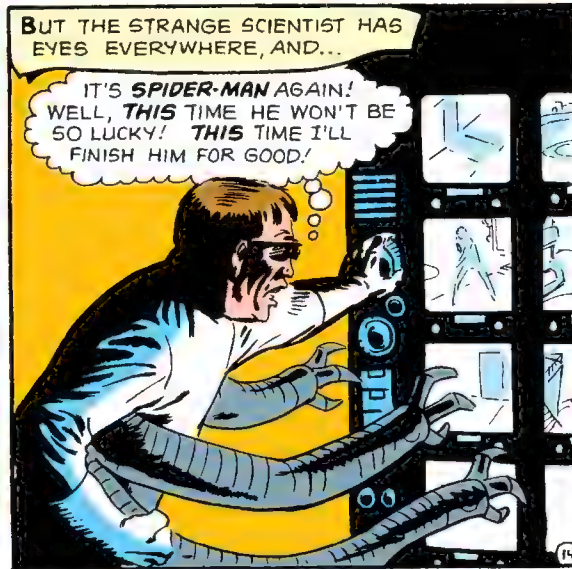
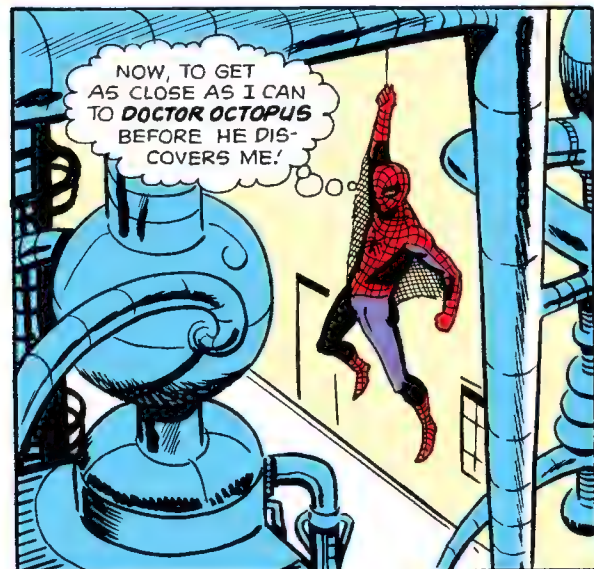
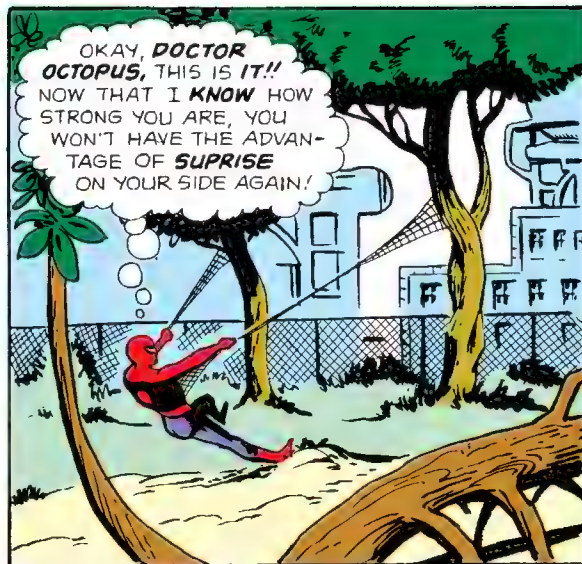


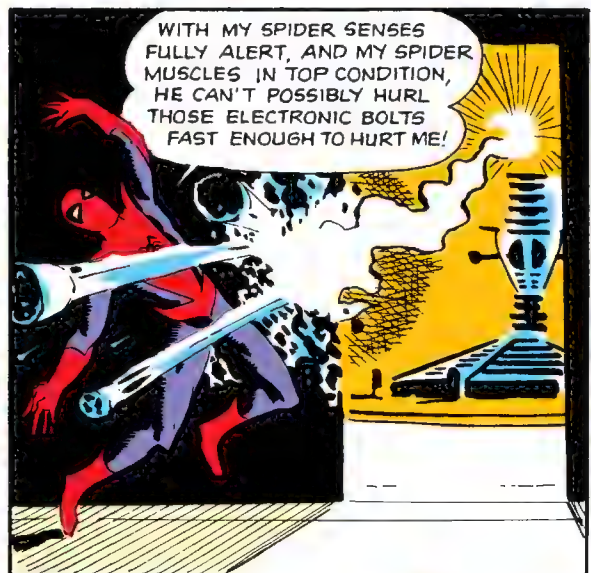
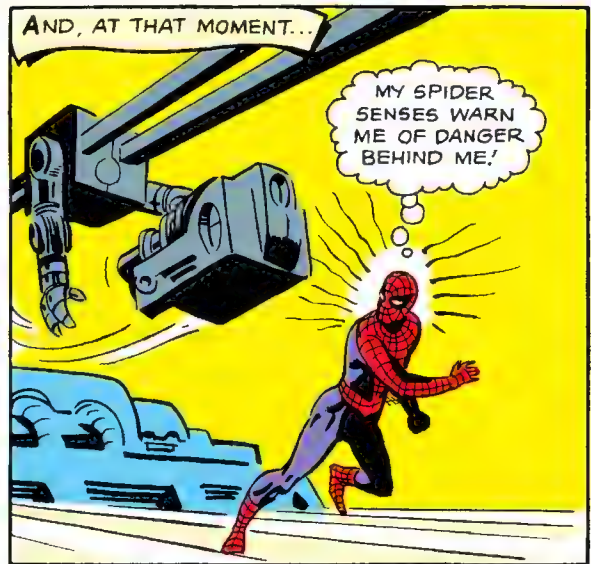
LATER, AT THE CONCLUSION OF THE **TORCH'S** LECTURE...

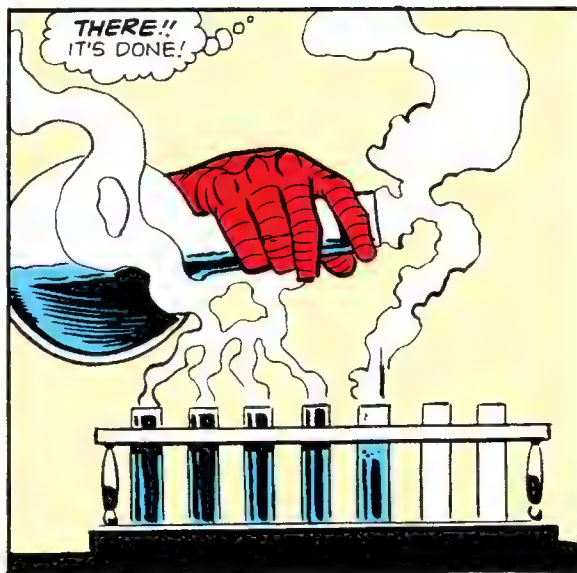
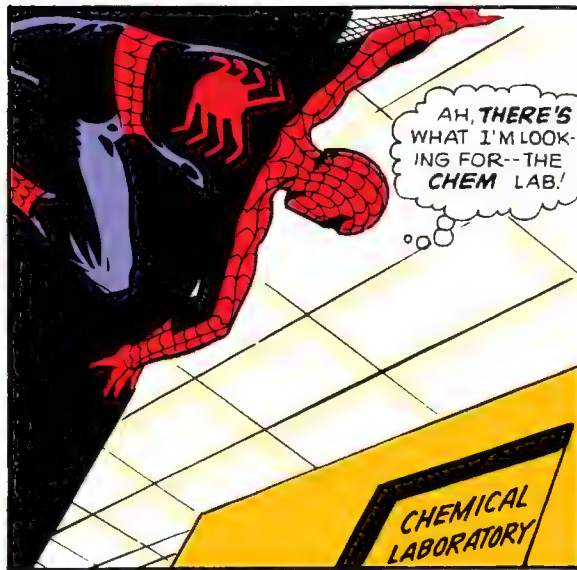
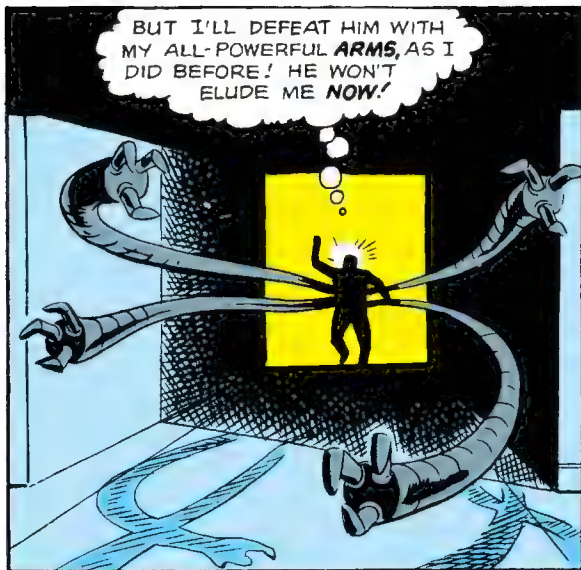
I WANT TO THANK YOU FOR THAT SPEECH! I-- I'LL NEVER **FORGET** WHAT YOU SAID TODAY! IT MEANT A

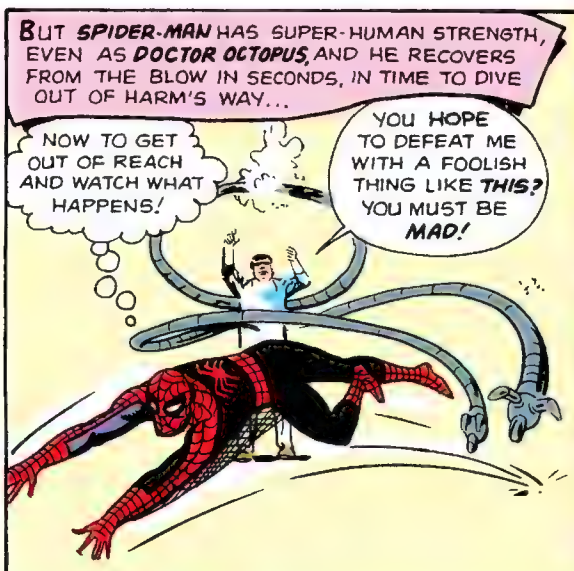
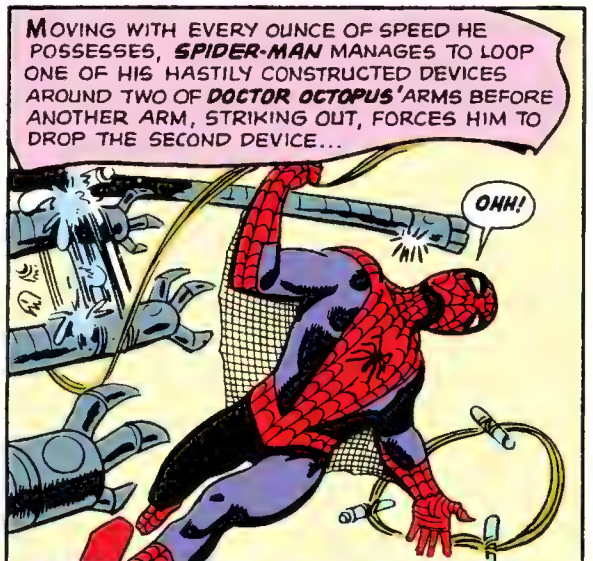
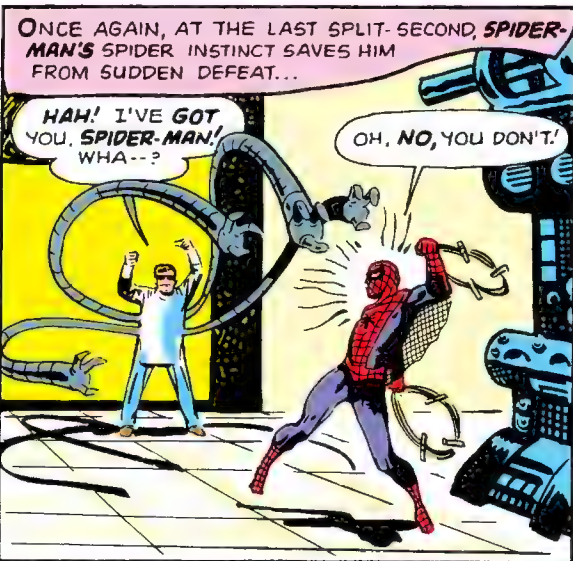
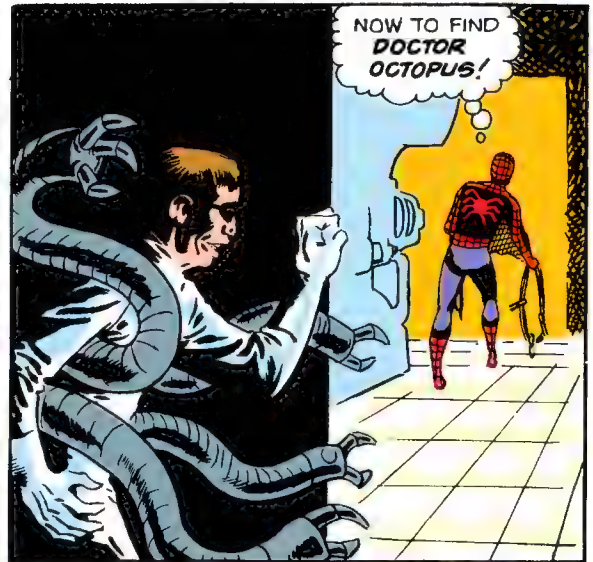
LOT TO ME!

HUH? OH, SURE--SURE! GLAD YOU ENJOYED IT, FELLA!



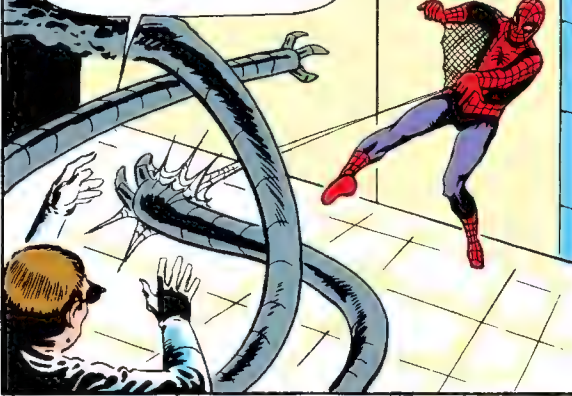




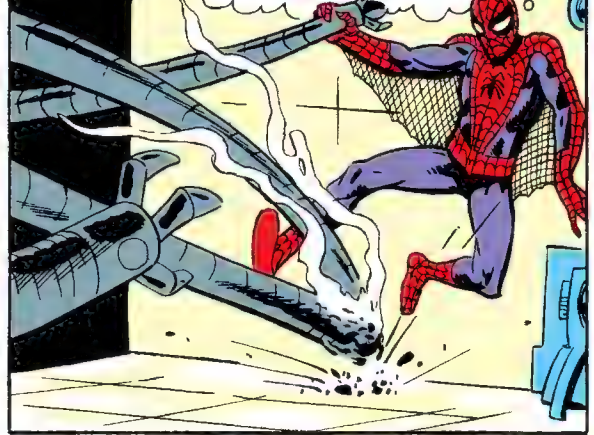


SLOWLY, INEXORABLY, **DR. OCTOPUS** FORCES **SPIDER-MAN** BACK AGAINST THE WALL, BLOCKING HIS WEB WITH HIS SWIFTLY-MOVING ARMS...

HA-HA! EVEN YOUR FAST-SHOOTING WEB ISN'T QUICK ENOUGH FOR ME!



HE'S USING HIS FUSED ARMS LIKE A **CLUB!** I CAN'T RETREAT ANY FURTHER! MY BACK IS TO THE WALL! I'VE GOT TO TAKE A DESPERATE CHANCE!



MOVING LIKE A PERSON POSSESSED, **SPIDER-MAN** WHIPS HIS LEGS AROUND ONE OF **DOCTOR OCTOPUS'** TENTACLE ARMS, WHILE HE SEIZES THE OTHER FREE ARM WITH BOTH OF HIS POWERFUL HANDS...

GOT YOU!

BUT NOT FOR LONG!



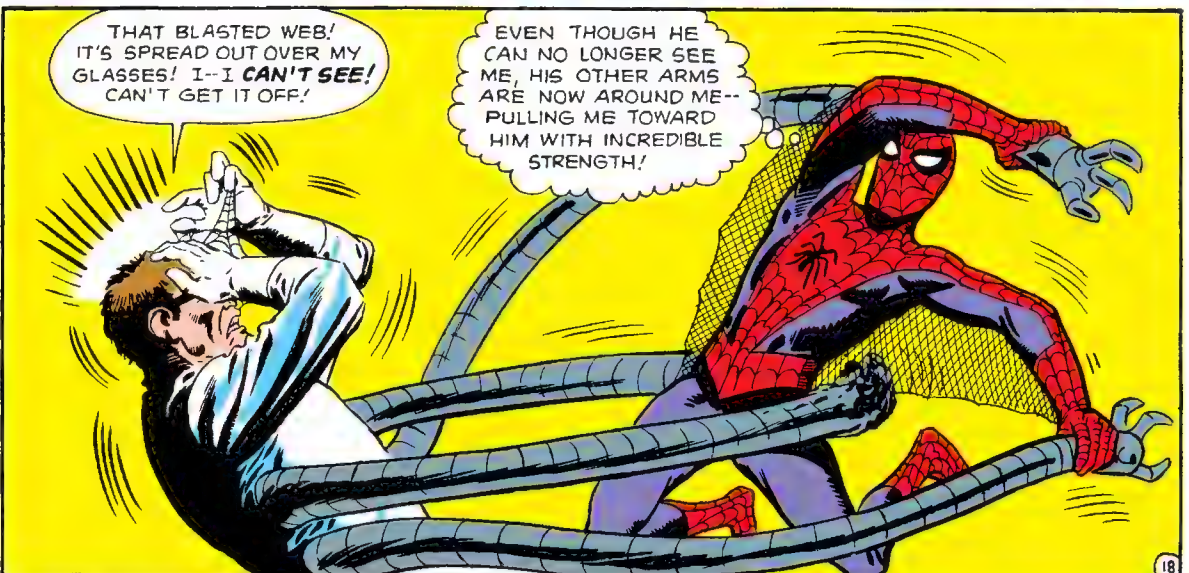
THEN, BEFORE **DOCTOR OCTOPUS** CAN MAKE ANOTHER MOVE, **SPIDER-MAN** SHOOTS HIS AMAZING WEB DIRECTLY AT THE STARTLED SCIENTIST'S FACE...

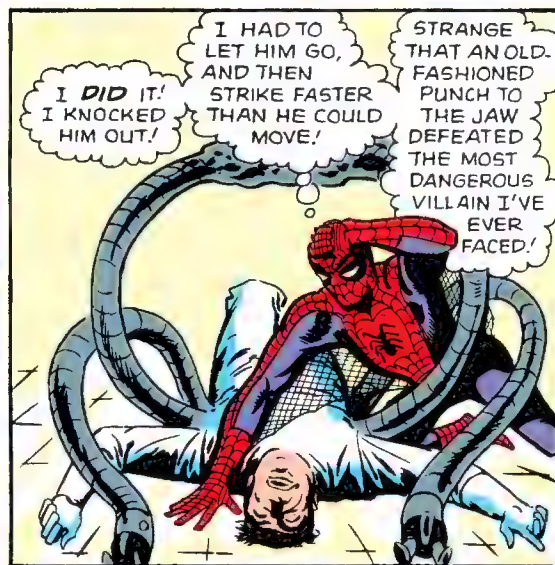
I SHOULD HAVE REALIZED SOONER, **OCTOPUS**, THE BEST DEFENSE IS A SMASHING OFFENSE!

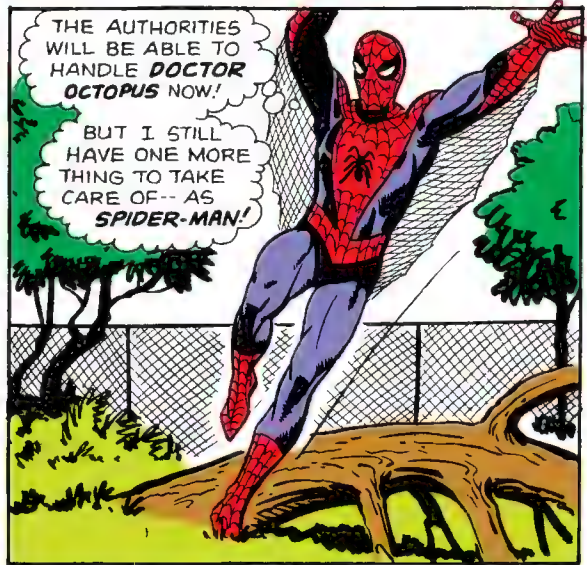
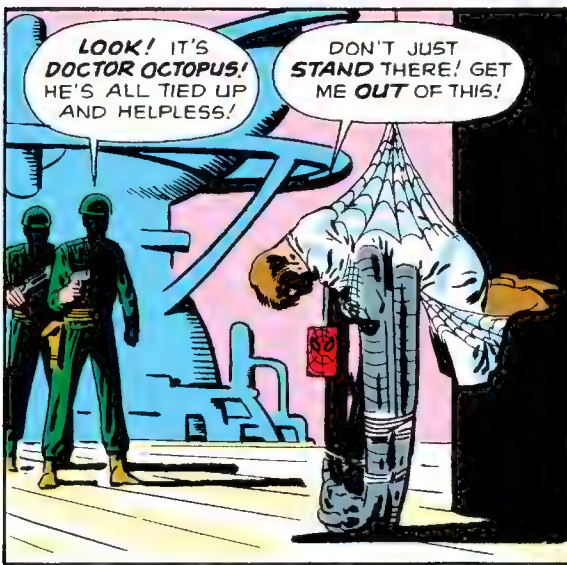
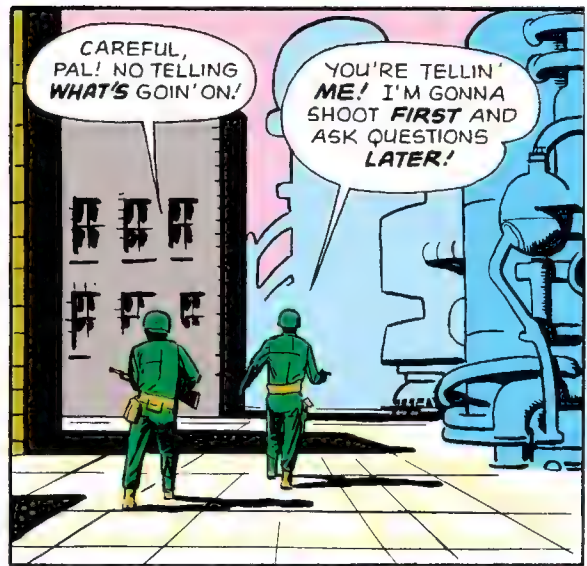
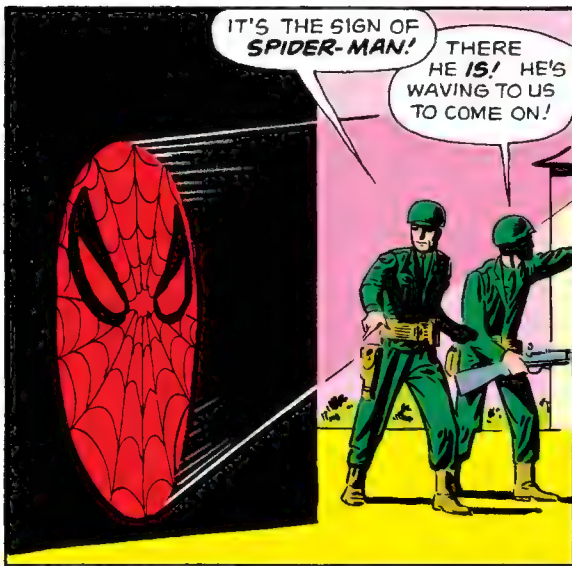


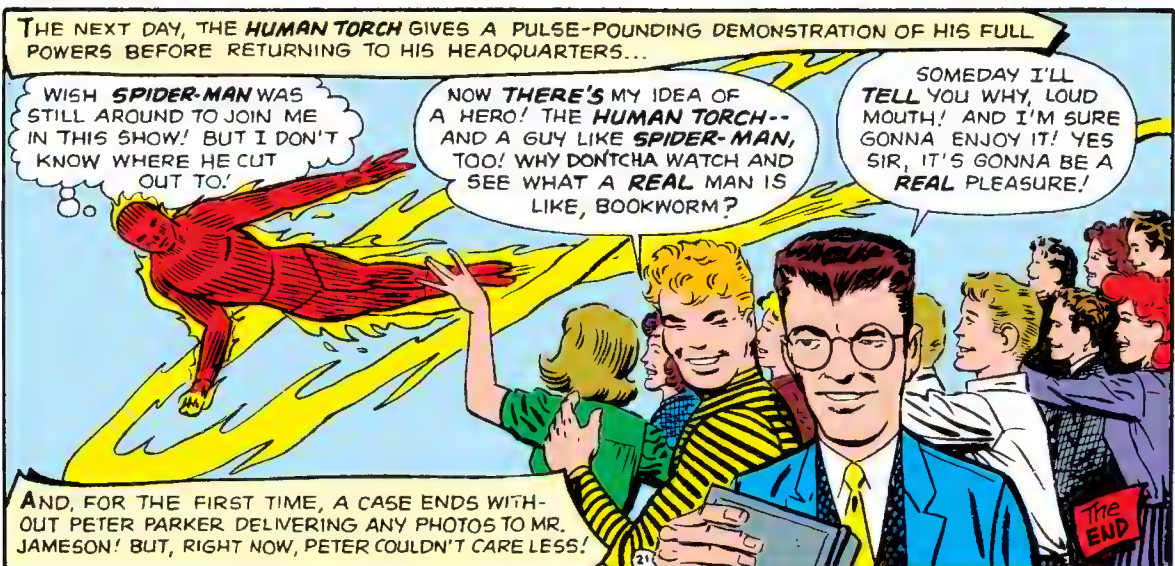
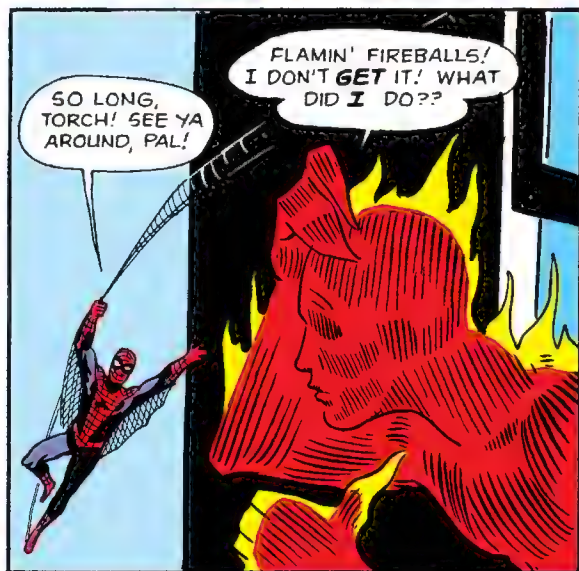
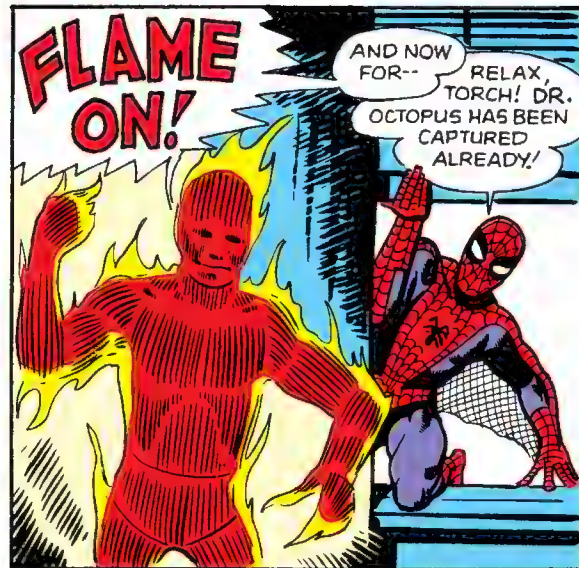
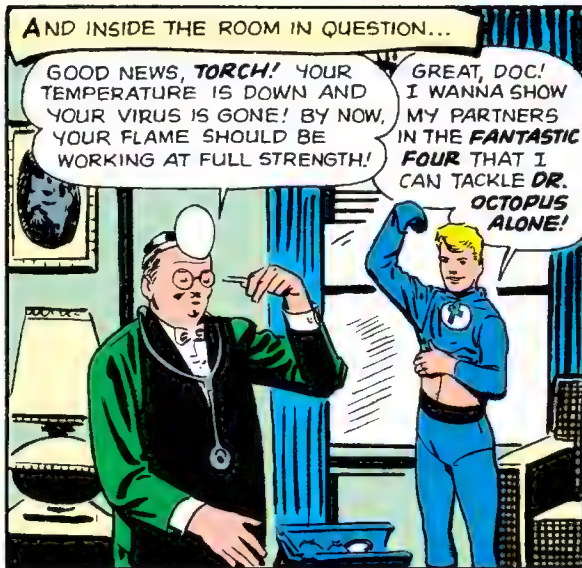
THAT BLASTED WEB! IT'S SPREAD OUT OVER MY GLASSES! I-I **CAN'T SEE!** CAN'T GET IT OFF!

EVEN THOUGH HE CAN NO LONGER SEE ME, HIS OTHER ARMS ARE NOW AROUND ME--PULLING ME TOWARD HIM WITH INCREDIBLE STRENGTH!





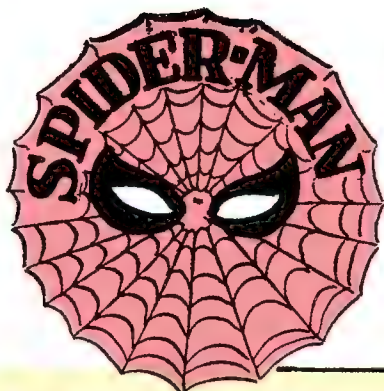




**SPECIAL SURPRISE
BONUS SPIDER-MAN
PIN-UP PAGE!**



*from your
pal,
Spider-Man*



SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

We regret that no letters can be answered personally, but we will print as many as possible each issue, and you may rest assured that either Stan Lee or Steve Ditko, or both, carefully read each and every letter received here at the Web!

Dear Stan and Steve:

The Amazing Spider-Man #1 was quite good as first issues go, and in comparison to other first issues edited by you two, it was great. In the Spider-Man, you have a hero that really reaches out to the hearts of the readers. His financial state, his social life, and his acceptance as a super-hero are all things that make this guy appealing. (Yes, appealing; his appeal is gained more through pity than admiration of him.) And, oh, how I hate that J. Jonah Jameson. I can't really say that I know a fictional character that I've hated so much. Of course, being as I hate him, I have to put in a good word for him. Like — how can the reading public believe what this guy writes? I can understand how a few or even a majority might have sided with him after his first editorial. And it's understandable that as each new "masterpiece" on his part came off the press that his following might increase. But when Spider-Man saves this bum's son and then he turns around and claims that the Spider-Man is a headline grabber, come on...! I say that this J. J. Jameson guy is the headline grabber. The second story was the better of the two and this is understandably so when you figure that the FF were contained therein. I think that Ditko did an exceptionally fine job on the Four. I also think that in this story, Mr. Fantastic played a far larger role than he's ever done. Usually he's confined to controlling the Thing and the Torch and tellin' the others what to do. Question: How was the Spider-Man able to rip the door of the helicopter off its hinges? Or do spiders normally have this ability? I also liked the end of the story (second) where the Four are pondering over the future of the Spider-Man. The cover of this issue was exceptionally well done in comparison with other covers done by you guys. The costume of Spider-Man is quite good-looking and it's second only to Thor, as costumes go. Thanks for your time and your fine publication.

Tom Jones
622 Plater
Aberdeen, Maryland

You're welcome, Thomas. And, regarding your question, remember — a spider is far stronger than a human being in proportion to his size! Inasmuch as Peter Parker has the relative strength of a spider, and the size of a human, well — just imagine!

Dear Editor:

I just finished reading the first issue of your wonderful magazine. I thought that it was very good. I especially liked the way the Spider-Man spins his webs. This is quite an original idea. One question, though: why doesn't the Spider-Man appear monthly instead of bi-monthly?

Jerome Haro
515 S Street
Chula Vista, California

Maybe he will, Jerry, if enough fans feel the way you do.

Dear Stan and Steve:

At last you have put out a single comic book devoted to one super-hero, Spider-Man sure deserves it. The cover was exceptionally well done. The title, *The Amazing Spider-Man*, on the cover should stay as it is. Of the two titles inside, the one used on the Chameleon story was better. The plot of the first story was a good one, but I hope that the public will be straightened out, and Spider-Man will be on the side of the law and make everybody know it. The plot with the Fantastic Four was also good, but I don't think Steve Ditko drew the FF too well. In some panels, the Human Torch looked like he did in *Fantastic Four #1* and *#2*. If Spider-Man is treated right, and is made to appear to the public as a normal super-hero, he will be one of the better ones. Looking forward to the next issue of *Amazing Spider-Man*.

Fred Bronson
11620 Port Rd.
Culver City, California

So are we, Fred! But tell us: Just what is a "normal super-hero"???



Dear Stan and Steve:

Here are some suggestions for Spider-Man. . . . Have him battle common criminals. Make him more like a detective than a lifeless mannikin who scares away alien invaders. Have pictorial previews of forthcoming issues. Have a letter column in the first issues with comments on the Spider-Man origin in *Amazing Fantasy #15*. Have Steve Ditko do all the art, and Stan Lee the writing. Have the type of spectacular covers you had in the 40's, keeping Spider-Man the main figure. In closing, I would like to say that the Spider-Man could be the best mag on the market, and you have everyone's hopes to be just that.

Bill Ryan
1247 Dellwood Drive
Westlake, Ohio

Thanks for your advice, Bill, although we could mention some competitors who probably don't share your hopes!

CONTINUED...

Dear Spider-Man:

I feel sorry for you, buddy. It was pretty mean of the Fantastic Four to desert you, but I think they will let you in if you tell them about your problems, and beat the rocks out of Thing's head! I'm sure Johnny Storm is on your side. I'm going to write to the Fantastic Four as soon as possible.

Your full-of-pity-Friend,
Frank Glen
Box 154
Hopewell Junction, New York

Hey, hold on there, Frankie boy! The FF get more than enough letters! WE'RE the ones who can use 'em!

Dear Stan and Steve:

Your new Spider-Man mag is the greatest!! Your title-logo is striking and appropriate. I missed this trial issue in *Amazing Fantasy* (and you can give me fifty lashes with a wet noodle for this). His costume is superb. His powers are confined, not branched out like some heroes who can do anything. He is the only hero of this New Age of Comics that is hunted by the law. I heard that in the Golden Age of Comics, almost all super-heroes were. Here's to Spider-Man's running 50 years in his own comic.

Phil Leibfred
105 Parkway Rd.
Bronxville, N. Y.

Only fifty???

Dear Stan and Steve:

Your Spider-Man shows great promise as a really great super-hero. I'm very sure you made no mistake in giving him his own magazine after only one tryout in *Amazing Fantasy*. It doesn't take a second look to know that Spider-Man is a natural. A super-hero's success is based on the reaction of the reader to said super-hero's assortment of super powers, the quality of his art, and lastly the writing quality. I'm sure you know this better than I. I think reader reaction to Spider-Man's powers will be almost wholly in his favor. His powers are original, different, and very interesting, to say the least. You've no problem on this point. As to art I have nothing but praise. Mr. Ditko is the perfect choice to illustrate Spider-Man. He's had much experience illustrating weird and off-beat stories as in the case of *Amazing Fantasy*. When he began to draw Spider-Man he also proved he could handle a super-hero as well. But of interest is the fact that he could inject into the Spider-Man art the weird feeling from his earlier work of unusual stories. Mr. Ditko has a knack for drawing a man so that he seems half man and half spider — the Spider-Man. His style in SM art is almost hypnotic. He draws SM in such poses as to suggest a spider and he does it so well that I find myself counting Spider-Man's limbs to assure myself that he has no more than four. But art can't make the whole comic. Story-wise I think there's room for improvement. The handling of Spider-Man's character has been well done, but otherwise the plot hasn't been as good as it could be. The first appearance in *Amazing Fantasy* was great, but the plot in the first issue wasn't as good. The appearance of the Fantastic Four was good but I didn't like the plot otherwise. I realize Spider-Man is just out and brand new, so I'm sure not going to give him up. With each issue I'm positive he'll improve as did your great mag, *Fantastic Four*. In no time at all Spider-Man should be ranking among the very tops in the comic world.

Buddy Saunders
1605 Joyce
Arlington, Texas

Thanks — we think!

Dear Stan and Steve:

I think Spider-Man should have a secret partner to find out inside information and to help him keep his identity secret from outsiders. I just loved your first issue and

hope you keep up the good work. I'm looking in the news-stands for your next issue.

Doug Arch
Box 48
Joshua Tree, California

Hope you find it, Doug! As for a secret partner for S-M, well, what do the rest of you fans think? (Both of you!)

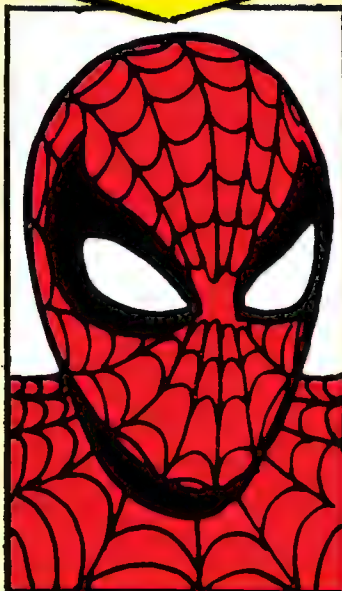
Dear Stan and Steve:

Having read almost as many stories as you have written I feel my opinion is as good as the next fellow's. Meaning to say that your startling story in #1 copy of Spider-Man was terrific. But may I ask what in the world did you do to the second part? Is he so different that nothing can go his way? Your next issue is supposed to be great, but if more of your fans such as I feel this way after reading the first issue . . . well, I don't think I'd waste my good money on another copy like the first. Having read as many of your great stories as I have, I'd just like to know which side of the bed you got up on to finish a good story such as Spider-Man the way you did?? Good luck on your next issue. I have a feeling you'll need it.

Margaret Seth
955 Preston St.
Sciotoville, Ohio

'Twas an interesting letter, Maggie, although we still can't decide whether you're for us or agin' us!

**DON'T FORGET
TO LOOK FOR ONE OF
THE GREATEST TRADE-
MARKS IN COMICS...**



**MARVEL
COMICS
GROUP 12¢**



the AMAZING SPIDER-MAN

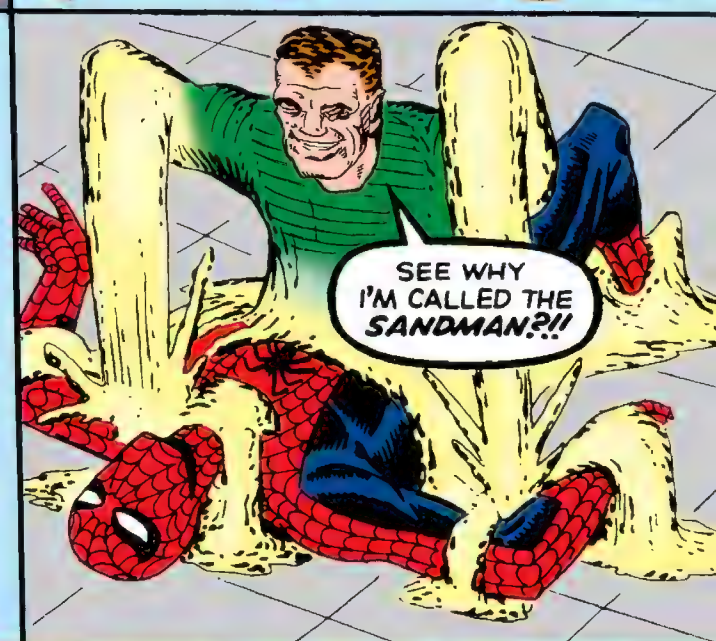
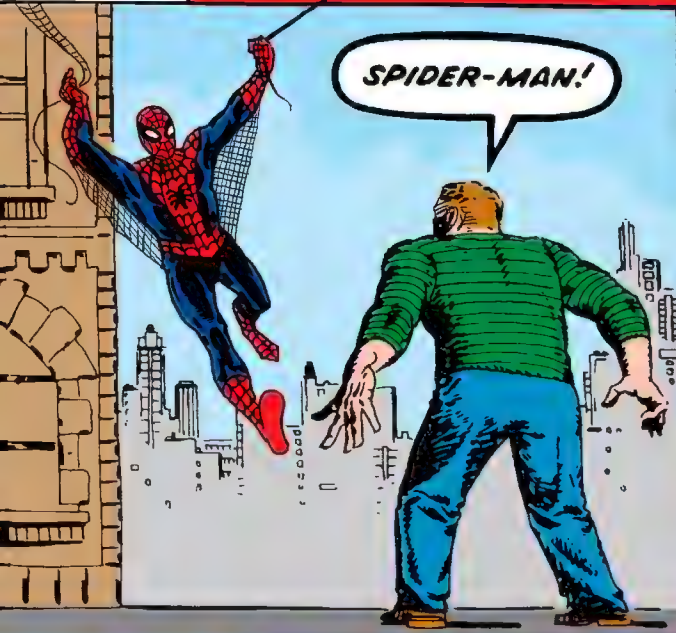


IND.

4
SEPT.

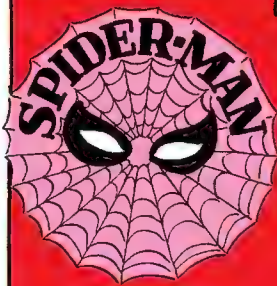
MARVEL
COMICS
GROUP 12¢

WWW.MARVEL.COM



HOW CAN SPIDER-MAN
DEFEAT A FOE WHO
CANNOT BE INJURED??
DON'T DARE MISS.....

"NOTHING CAN STOP..
THE SANDMAN!"



"NOTHING CAN STOP... THE SANDMAN!"



IN THE SPACE OF ONLY THE FIRST THREE ISSUES, YOU READERS HAVE MADE **SPIDER-MAN** ONE OF THE GREATEST, MOST PHENOMENAL SUCCESSES IN THE HISTORY OF SUPER CHARACTERS! AND NOW, WITH THIS RECORD-BREAKING FOURTH ISSUE, **SPIDER-MAN** SOARS TO STILL GREATER HEIGHTS AS HE BATTLES THE MOST FANTASTIC FOE OF ALL! SO, SETTLE BACK FOR THE THRILL OF YOUR LIFE--THE FATEFUL MOMENT WHEN **SPIDER-MAN** MEETS--THE **SANDMAN**!

by
Stan Lee
+
STEVE
DITKO

KNOW WHAT NEW YORK'S BIGGEST TOURIST ATTRACTION IS? GRANT'S TOMB? EMPIRE STATE BUILDING? NOPE! IT'S A COLORFUL CRIME-FIGHTER NAMED **SPIDER-MAN!**

LOOKS LIKE OL' J. JONAH IS STILL GUNNIN' FOR ME IN HIS PAPER! SOME GUYS JUST **NEVER GIVE UP!**

"The SPIDER-MAN MENACE!"
A NEW SERIES BY
J. JONAH JAMESON
STARTING TODAY IN THE DAILY BUGLE

WELL! WELL! IF I EVER SAW THREE PUNKS CASIN' A JEWELRY STORE, I SEE IT **NOW!**

I WAS **RIGHT!** NO SOONER DOES THE PROPRIETOR LOCK UP FOR THE NIGHT AND HEAD FOR HOME, THEN THEY START SNEAKIN' UP TO THE PLACE!

HEY! WHAT'S GOIN' **ON??**

WHO'S THE WISE GUY?

IT FEELS LIKE A PIECE OF **WEB** DROPPED DOWN ON US! BUT... WHO...?

WELL, IT'S NOT DR. KILDARE!

SPIDER-MAN! WE'RE SUNK!

SHUDDUP, STUPID! I'LL HANDLE THIS!

IF YOU'RE THINKIN' OF PUTTIN' UP A **FIGHT**, BROTHER, LET ME WARN YOU...

A FIGHT? THE ONLY FIGHT I'LL PUT UP IS IN **COURT!** I'M SUIN' YOU FOR ASSAULT AND BATTERY, AND I GOT WITNESSES TO **PROVE** IT!

YEAH, THAT'S **RIGHT!**

THERE'S NO LAW AGAINST THREE HONEST CITIZENS WALKIN' IN THE STREET AT NIGHT! THEN **YOU** COME SWOOPIN' DOWN ON US, SCARIN' US OUTTA OUR WITS! YOU'RE A **MENACE**... JUST LIKE J. JONAH JAMESON SAYS!

HE'S **RIGHT!** I WAS A **FOOL!** I SHOULD HAVE WAITED TILL THEY BROKE INTO THE STORE! **NOW** I'VE NO EVIDENCE!

DON'T YOU FEEL LIKE A **JERK**, PARADIN' AROUND IN PUBLIC IN THAT GET-UP??

A **FINE** WAY TO TALK TO A SUPER-HERO! BUT WHAT CAN I **DO** ABOUT IT?

HEY, LET'S SWEAR OUT A WARRANT AGAINST **SPIDER-MAN!** I'LL CALL A COP! **HELP, POLICE!**

THIS IS **BATTY!** THEM CALLING FOR HELP AGAINST **ME!**

POLICE!!

BOY, YOU NEVER CAN GET A COP WHEN YOU **WANT** ONE!

WE'LL **HELP** YA! **HEY, POLICE!**

I SEE ONE COMIN' **NOW!**



AWRIGHT, WHAT'S GOIN' ON HERE?

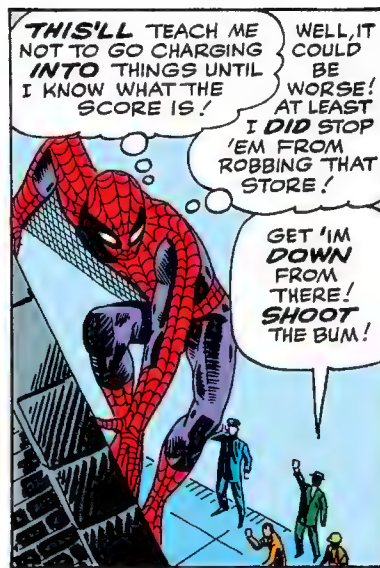
IT'S **SPIDER-MAN**! HE ATTACKED US FOR NO GOOD REASON!

HE'LL FIND MY **WEB** ON THE GROUND...AND IT'S THEIR THREE STORIES AGAINST MY **ONE**!



EVEN A SUPER-HERO KNOWS WHEN IT'S TIME TO CUT OUT!

HEY! COME BACK HERE, YOU! I'VE GOTTA FILL OUT A **REPORT**! I NEED YOUR NAME, ADDRESS...WAIT A MINUTE!



THIS'LL TEACH ME NOT TO GO CHARGING **INTO** THINGS UNTIL I KNOW WHAT THE SCORE IS!

WELL, IT COULD BE WORSE! AT LEAST I **DID** STOP 'EM FROM ROBBING THAT STORE!

GET 'IM **DOWN** FROM THERE! **SHOOT** THE BUM!



GOTTA HAND IT TO YA, CHARLIE! YOU SURE OUT-SMARTED THAT CREEP!

ALL RIGHT, YOU GUYS...MOVE ALONG! THE PARTY'S OVER!

IF I WERE **SPIDER-MAN**, I MIGHT HAVE TACKLED YOU MYSELF... 'CAUSE YOU GOT **LARCENY** WRITTEN ALL OVER YOU!



MEANWHILE, UP ABOVE...

IT'S ALL **HIS** FAULT! ON ACCOUNT OF JAMESON STIRRING EVERYONE UP AGAINST ME, EVEN CHEAP CROOKS NOW THINK THEY DON'T HAVE TO FEAR ME ANYMORE!

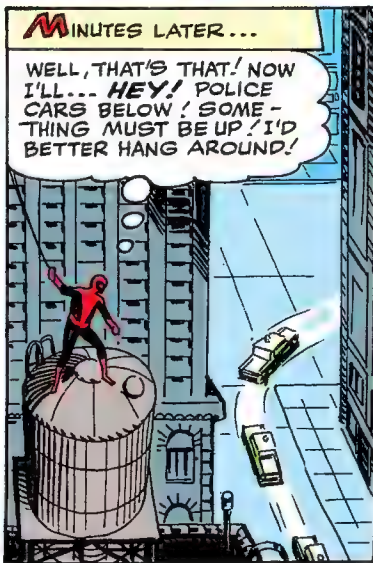


WELL, IT'S TIME I PAID J. JONAH A LITTLE VISIT... AS **SPIDER-MAN**!



HECK! IT'S EMPTY! HE'S NOT IN!

BUT I'LL JUST LEAVE A LITTLE SOUVENIR FOR HIM...TO PROVE I WAS HERE!

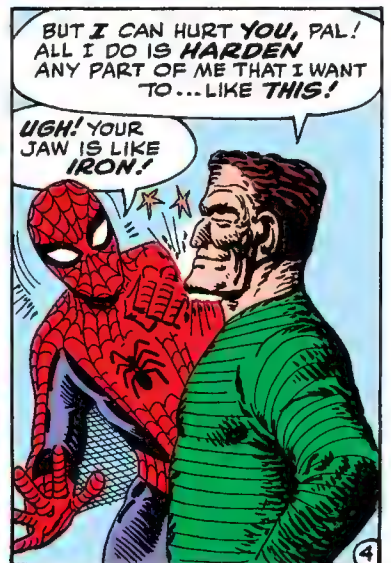
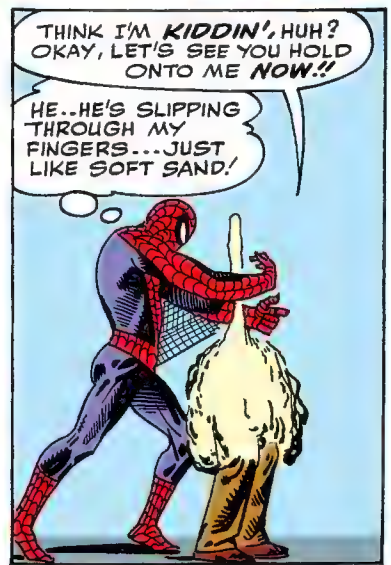
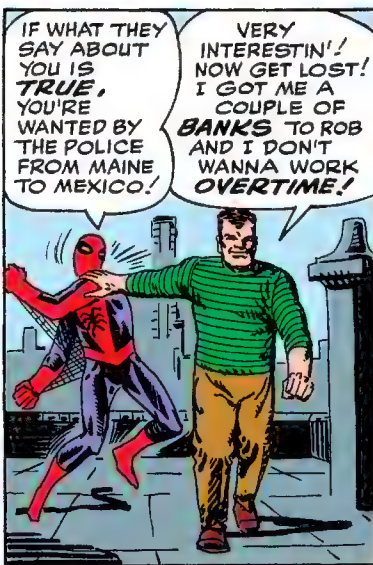
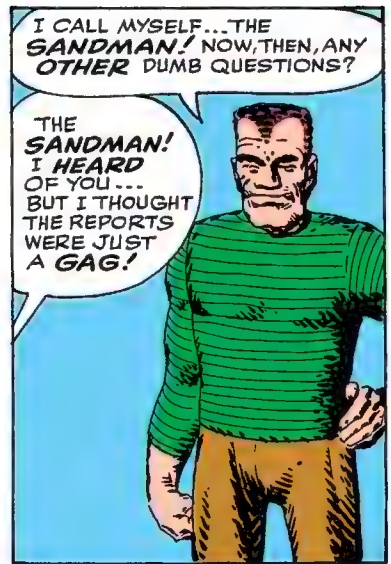
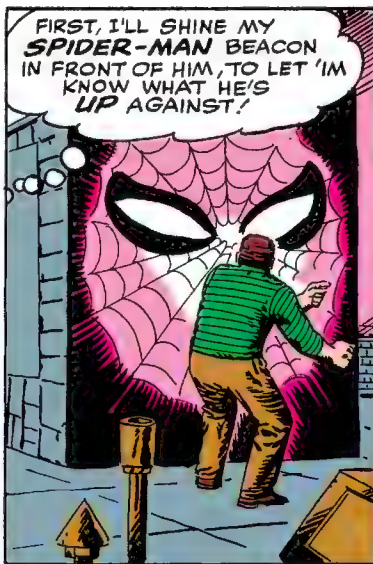


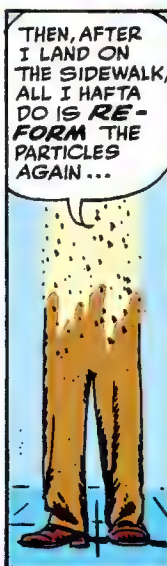
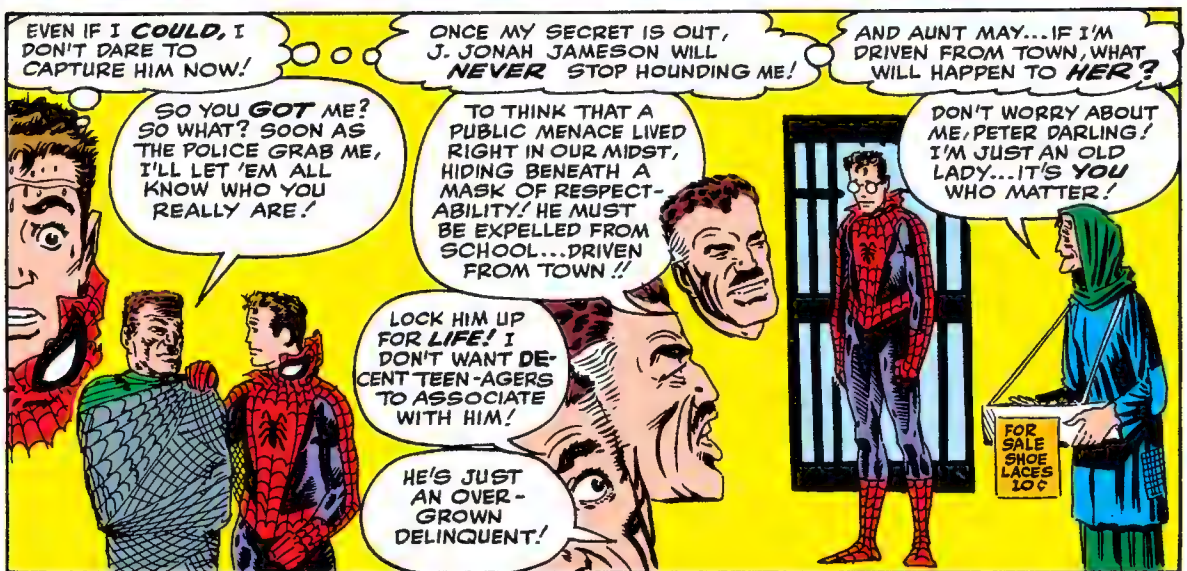
MINUTES LATER...

WELL, THAT'S THAT! NOW I'LL... **HEY!** POLICE CARS BELOW! SOMETHING MUST BE UP! I'D BETTER HANG AROUND!



THAT FELLA CLIMBING FRANTICALLY TO THE ROOF MUST BE THE ONE THEY'RE LOOKING FOR! IT'LL BE DUCK SOUP FOR ME TO GET 'IM!



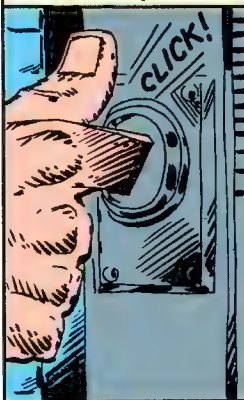


REACHING THE BANK, **SANDMAN** REFORMS THE PARTICLES OF HIS INDEX FINGER INTO THE SHAPE OF A BLANK **KEY**...

THIS IS EASIER THAN USIN' BURGLAR TOOLS!



INSERTING HIS FINGER INSIDE THE LOCK, THE "KEY" TAKES THE EXACT SHAPE OF THE LOCK ITSELF, ENABLING IT TO MOVE THE TUMBLERS, THUS OPENING THE DOOR!

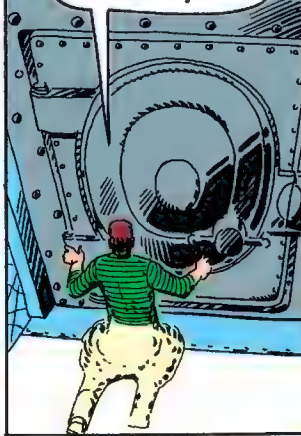


ONCE INSIDE THE BANK, **SANDMAN** THEN SLIDES ALONG THE FLOOR, SLITHERING UNDER THE ELECTRIC EYE BARRIER WITHOUT SETTING OFF AN ALARM!



UNTIL...

SO FAR SO GOOD! NOW TO TACKLE THE MAIN VAULT ITSELF!



MEANWHILE, AT THE HOME OF **PETER PARKER**, HIGH SCHOOL SCIENCE MAJOR... WE FIND **PETER**, ALIAS **SPIDER-MAN**, WRESTLING WITH AN UNUSUAL PROBLEM FOR A SUPER-HERO...

IF **THIS** DOESN'T TAKE THE CAKE!! I CAN'T GO OUT IN PUBLIC AS **SPIDER-MAN** UNTIL MY MASK IS SEWN UP, AND WHEN IT COMES TO SEWING, I'M ALL **THUMBS**!



THIS IS **RIDICULOUS**! I'M NO COTTON-PICKIN' **SEAMSTRESS**!! BUT I'VE GOT TO DO IT **MYSELF**!

I CAN'T WALK INTO A TAILOR SHOP AND SAY "SEW UP MY **SPIDER-MAN** SUIT, PLEASE" WITHOUT MAKING SOMEBODY JUST A LITTLE SUSPICIOUS ABOUT WHO I AM!



OUCH! DARN NEEDLE! WISH I COULD ASK AUNT MAY, WITHOUT AROUSING HER SUSPI-- **HEY!** WHAT'S **THIS??**

WE BRING YOU A SPECIAL BULLETIN! THE DREADED **SANDMAN** HAS BEEN REPORTED IN OUR CITY!



"FOR THOSE OF YOU WHO ARE UNFAMILIAR WITH **SANDMAN**'S BACKGROUND, CHANNEL 17 PRESENTS THIS BRIEF SUMMARY: A FEW MONTHS AGO HE WAS AN INMATE AT ISLAND PRISON..."

"KNOWN AS **FLINT MARKO**, HE WAS THE MOST INCORRIGIBLE PRISONER AT THAT MAXIMUM SECURITY JAIL! THEN, ONE NIGHT, HE ESCAPED THRU AN UNGUARDED DRAINAGE TUNNEL!"

"VOWING NEVER TO BE RECAPTURED ALIVE, HE HEADED THE F.B.I. LIST OF MOST WANTED CRIMINALS AS HE MANAGED TO REMAIN ONE STEP AHEAD OF THE PURSUING LAWMEN!"

"BUT, AS THE POLICE DRAG-NET DREW EVER TIGHTER, HE HID IN THE ONE PLACE WHERE NO ONE WOULD IMAGINE A MAN WOULD HIDE-- AN **ATOMIC DEVICES TESTING CENTER**."



"REALIZING IT WAS THE ONLY PLACE WHERE HE COULD HAVE A MEASURE OF SAFETY, HE REMAINED ON THE LONELY, FORBIDDEN-AREA BEACH, UNTIL THE FATEFUL DAY THAT A NUCLEAR TEST EXPLOSION CAUGHT HIM UNAWARES."



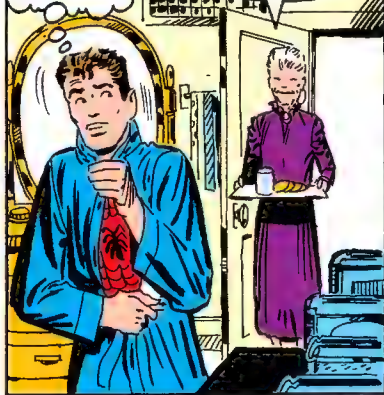
"BY SOME INCREDIBLE ACCIDENT, THE MOLECULES OF HIS BODY MERGED AT THAT RADIO-ACTIVE INSTANT WITH THE MOLECULES OF THE SAND UNDER HIS FEET, AND HIS BODY TOOK ON THE QUALITIES OF THE SAND ITSELF-- BECOMING VIRTUALLY **INDESTRUCTIBLE!**"



...AND SO, WE URGE EVERY LISTENER TO STAY INDOORS AND--
UH OH! AUNT MAY'S COMING! GOT TO HIDE MY COSTUME--
FAST!



JUST TIME TO THROW MY ROBE ON! HOPE NONE OF IT IS SHOWING!



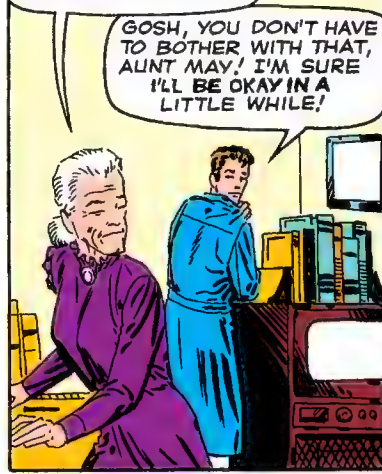
PETER, DEAR, YOU'VE BEEN STUDYING **SO** HARD! I BROUGHT YOU SOME COOKIES AND MILK!

WHY ARE YOU CLUTCHING YOUR ROBE SO TIGHTLY? YOU LOOK SO AGITATED! YOU MUST HAVE A **FEVER**, DEAR!



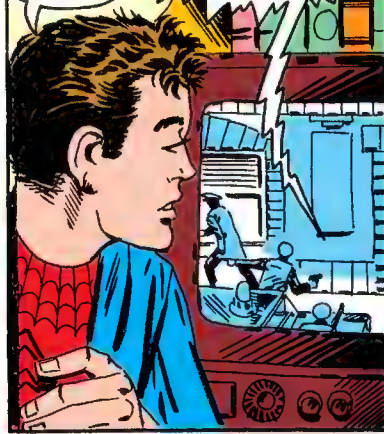
THAT'S MY BEST EXCUSE!
I-I THINK MAYBE I **AM** A LITTLE ILL, AUNT MAY!

NOW YOU JUST GET RIGHT INTO BED, PETER! I'LL BRING UP SOME ASPIRINS AND A THERMOMETER FOR YOU!



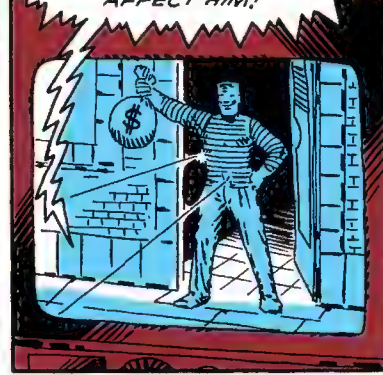
GOSH, YOU DON'T HAVE TO BOTHER WITH THAT, AUNT MAY! I'M SURE I'LL BE OKAY IN A LITTLE WHILE!

SHE'S **GONE!** NOW FOR THE NEWS AGAIN...



...POLICE HAVE THROWN A CORDON AROUND THE BANK! **SANDMAN** IS SAID TO BE STILL INSIDE!

LADIES AND GENTLEMEN, THIS IS ONE OF TV'S MOST DRAMATIC MOMENTS! OUR ON-THE-SPOT CAMERAMAN IS ACTUALLY PHOTOGRAPHING **SANDMAN** AS HE CALMLY WALKS OUT OF THE BANK! THE POLICE BULLETS DON'T SEEM TO AFFECT HIM!



MINUTES LATER...

SANDMAN MADE A CLEAN GETAWAY! I'LL BET **SPIDER-MAN** COULD STOP HIM, IF ONLY I COULD SEW MY MASK AND SLIP AWAY FROM AUNT MAY!

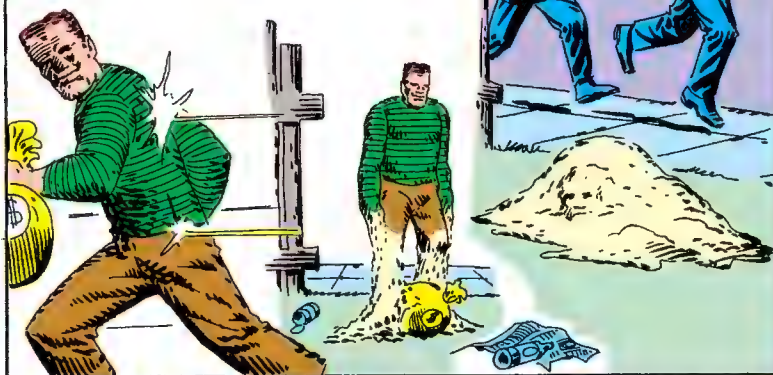


YOU'LL BE JUST FINE AFTER A GOOD NIGHT'S SLEEP, DEAR! YOU'VE JUST BEEN STUDYING TOO HARD!

MEANWHILE, THE **SANDMAN** RACES THRU THE CITY, WITH THE PURSUING POLICE RIGHT AT HIS HEELS...

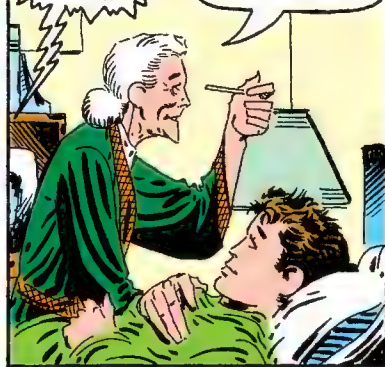
SUDDENLY TURNING A CORNER, HE DROPS HIS STOLEN MONEY-BAG AS HE WILLS HIS RADIATION-AFFECTED BODY TO CHANGE ITS PHYSICAL STRUCTURE...

...AND THE UNSUSPECTING OFFICERS RUN PAST! FOR WHO WOULD LIES THINK TO SUSPECT WHAT LIES BENEATH AN INNOCENT-LOOKING MOUND OF **SAND** IN A VACANT LOT?!!



THE NEXT MORNING...
...AND, THOUGH **SANDMAN** HAS MADE GOOD HIS ESCAPE, THE POLICE ARE KEEPING CONSTANT VIGIL...

HMMM, YOU SEEM BETTER THIS MORNING, DEAR, AND YOUR TEMPERATURE IS PERFECTLY NORMAL! I'LL FIX YOU A NICE, WARM BREAKFAST AND YOU CAN GO TO SCHOOL!



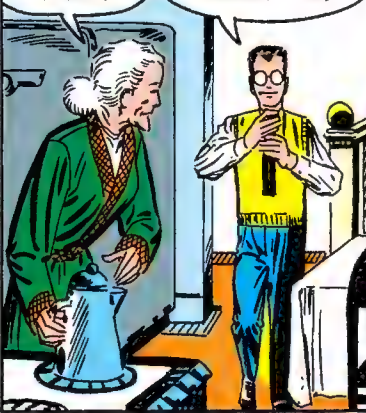
AS SOON AS HIS DOTING AUNT LEAVES THE ROOM...

SWHEW! I WAS UP HALF THE NIGHT WORKIN' ON THIS, BUT AT LAST IT'S FINISHED! SO I'LL JUST WEAR MY **SPIDER-MAN** COSTUME UNDER MY CLOTHES TODAY...



BREAKFAST IS READY, PETER! BE SURE YOU EAT EVERY DROP! I'VE GOT TO LEAVE A LITTLE **EARLY** TODAY!

THANKS, AUNT MAY! I--EH, I'LL BE A LITTLE LATE COMING HOME TODAY! I'M GOING TO STOP OFF AND SEE MISTER JAMESON ABOUT SOMETHING!



HE'S THAT NICE GENTLEMAN WHO PUBLISHES THE **DAILY BUGLE**, AND **NOW MAGAZINE**, ISN'T HE?

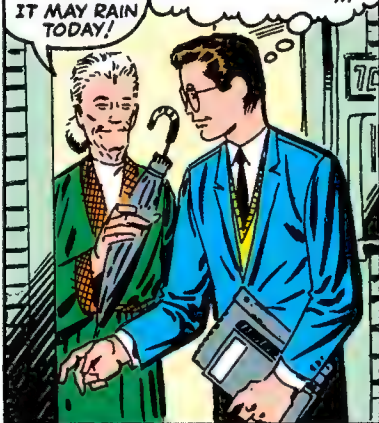
JUST BE SURE YOU DON'T EXERT YOURSELF, DEAR! YOU KNOW HOW EASILY YOU CATCH COLD!

AW, AUNT MAY-- I WISH YOU WOULDN'T BABY ME SO! I'M PRETTY HUSKY, YOU KNOW!



NOW, NOW, PETER, WE CAN'T BE TOO CAREFUL, CAN WE? HERE, TAKE YOUR UMBRELLA! IT MAY RAIN TODAY!

BOY, IF THE WORLD EVER FOUND OUT THAT **SPIDER-MAN** HAD TO CARRY AN UMBRELLA AND PROMISE NOT TO EXERT HIMSELF!!!



A FEW MINUTES LATER, AT THE PUBLISHING OFFICE OF **J. JONAH JAMESON**...

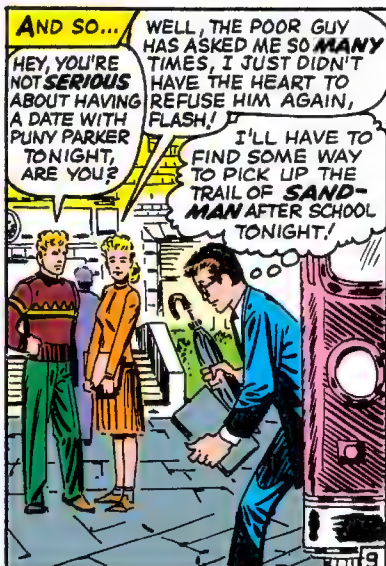
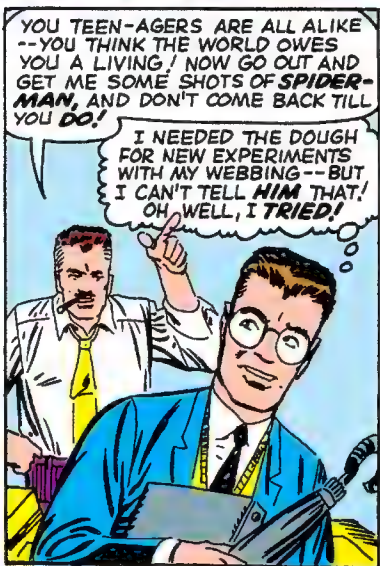
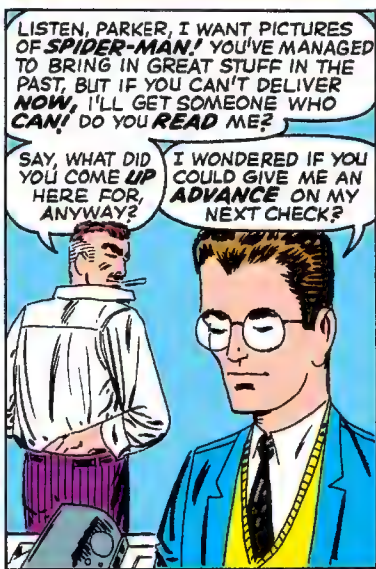
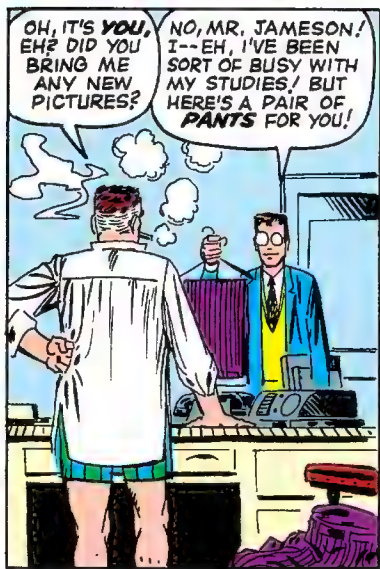
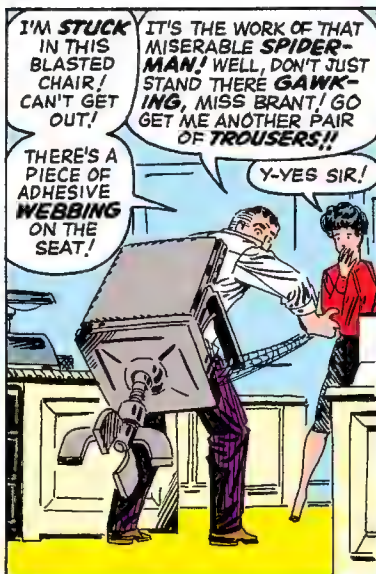
GOOD MORNING, MR. JAMESON!

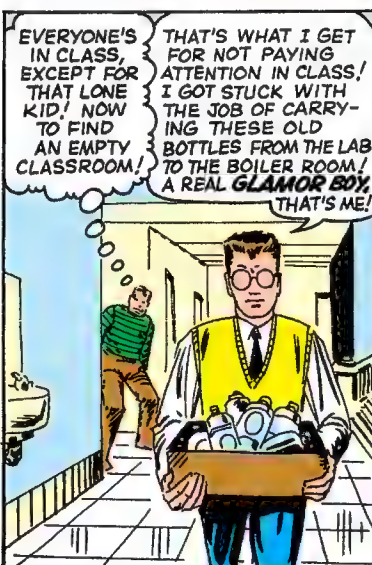
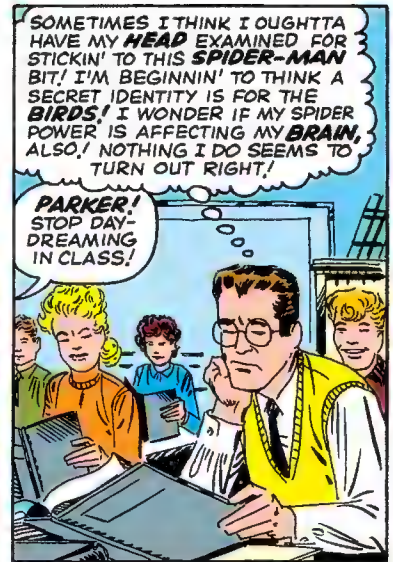
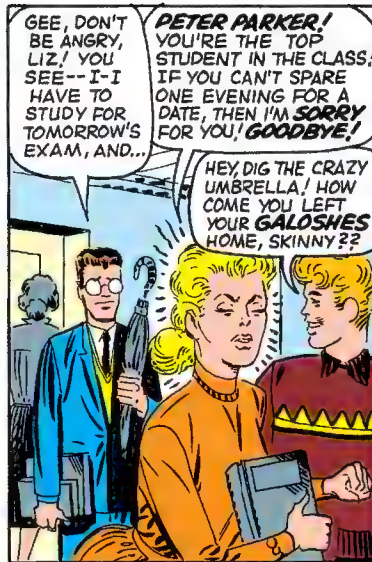
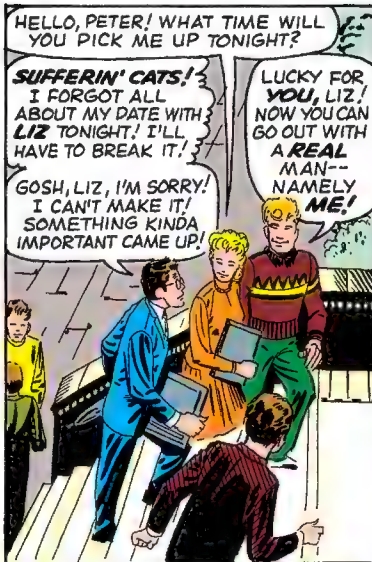
HRRMPH! BRING ME THE LATEST BULLETINS ABOUT **SANDMAN** RIGHT AWAY! ALSO, I WANT THE FILE ON **SPIDER-MAN**!

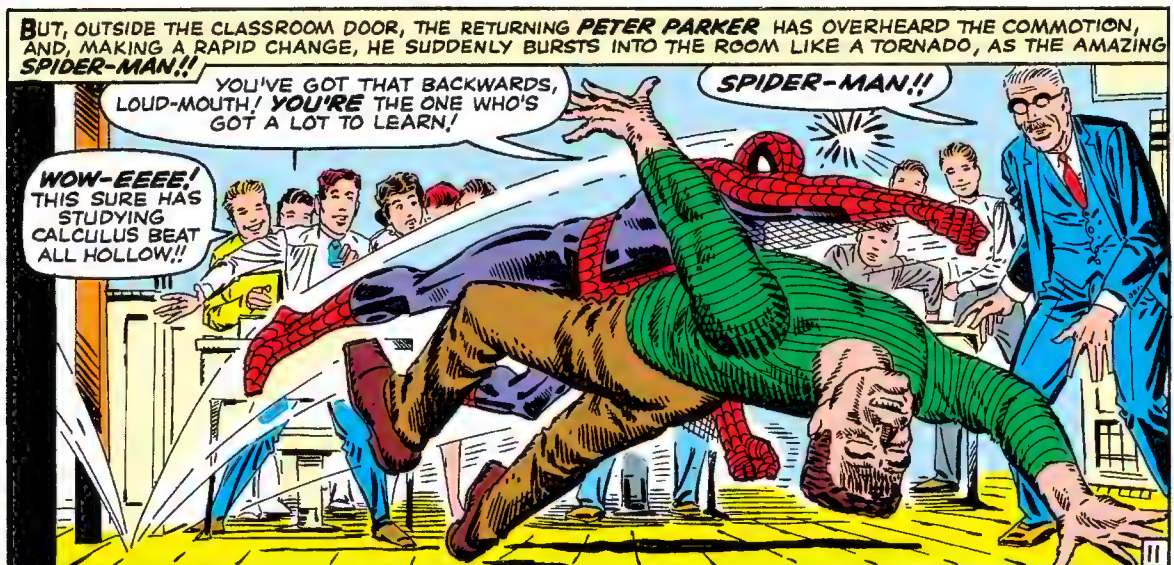
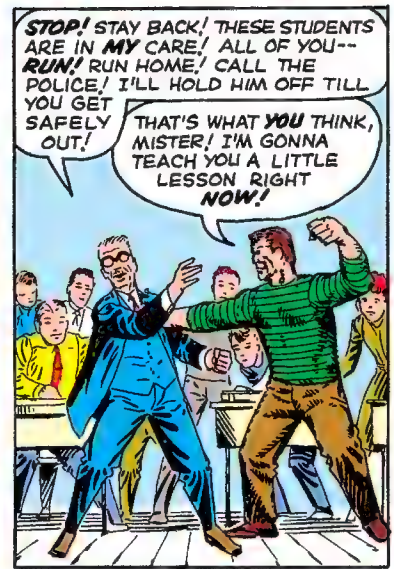
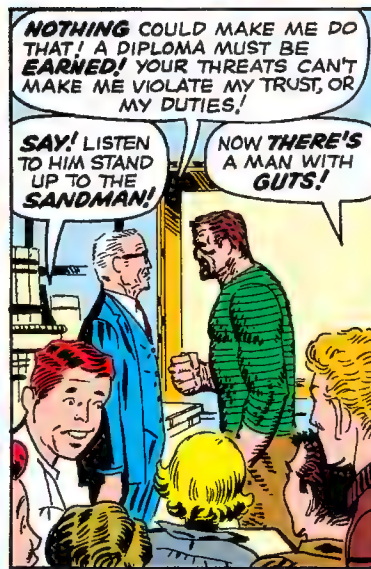
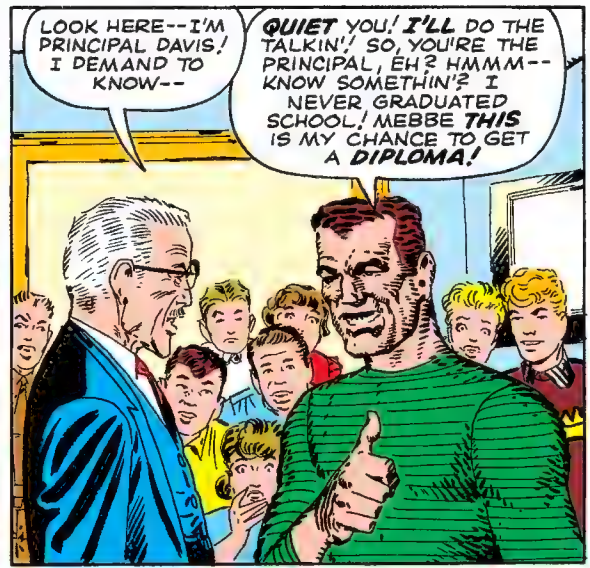
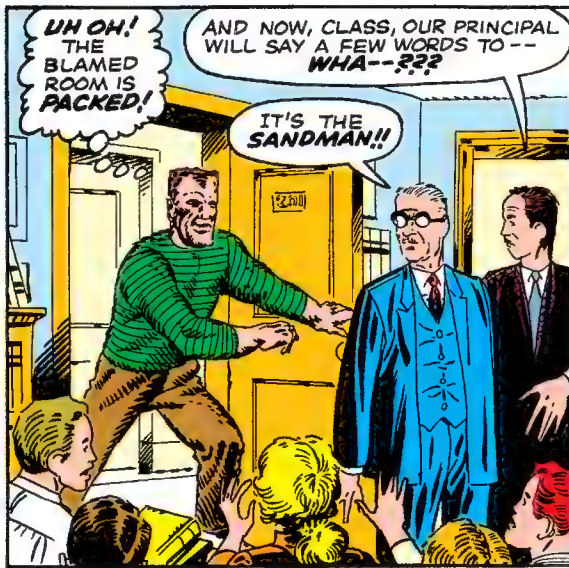


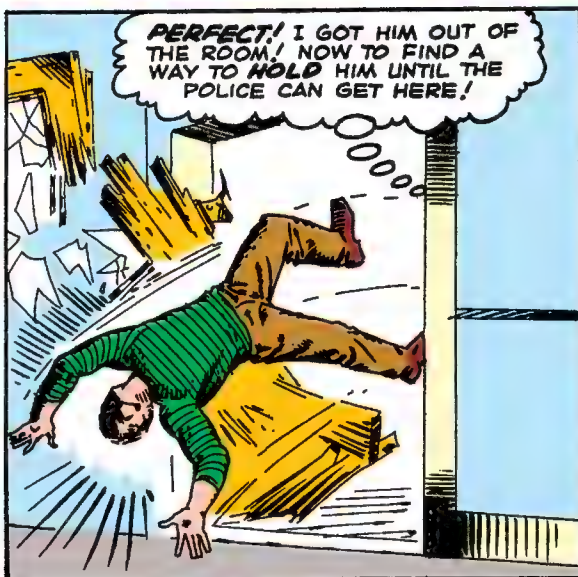
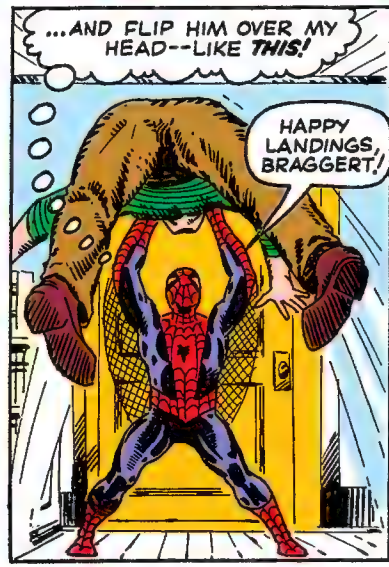
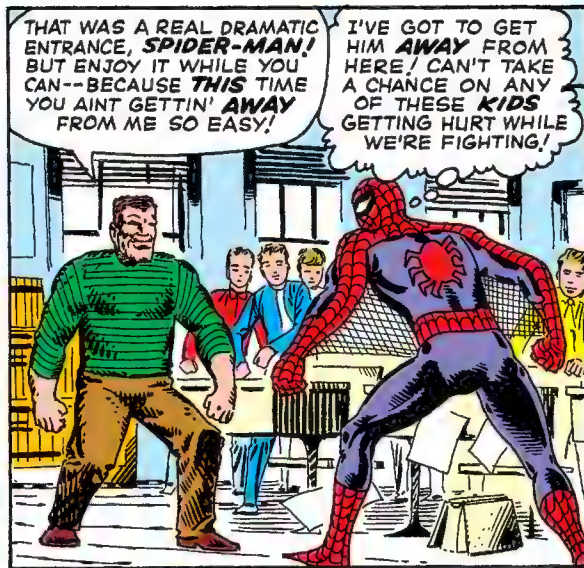
FIRST **SPIDER-MAN** PLAGUES THIS CITY, AND NOW **SANDMAN**!! I WONDER IF THERE COULD BE ANY CONNECTION BETWEEN THE TWO! WHAT A **SCOOP** IT WOULD BE IF I PROVED THERE IS!

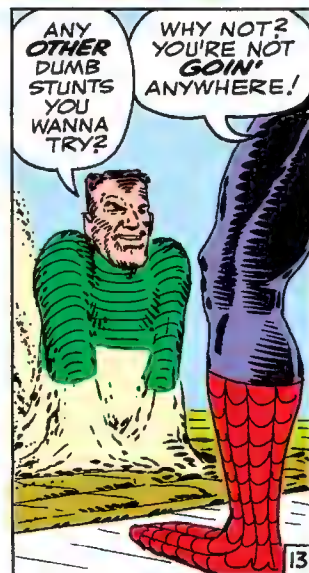
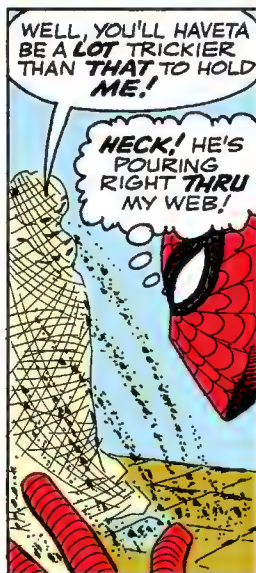
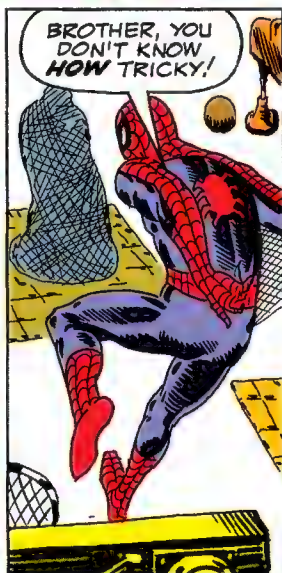
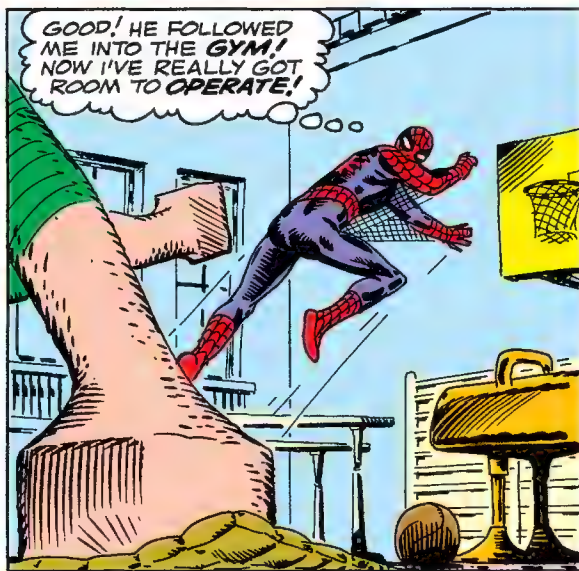
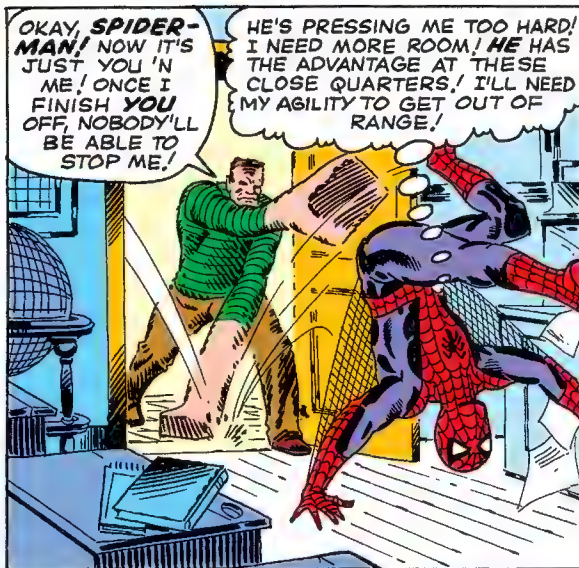
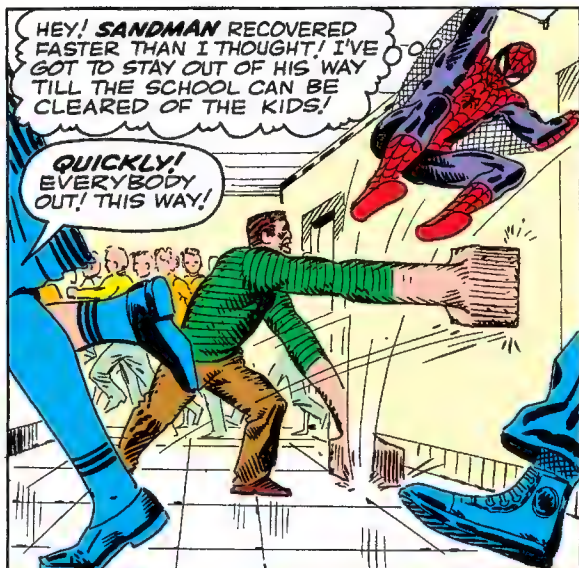


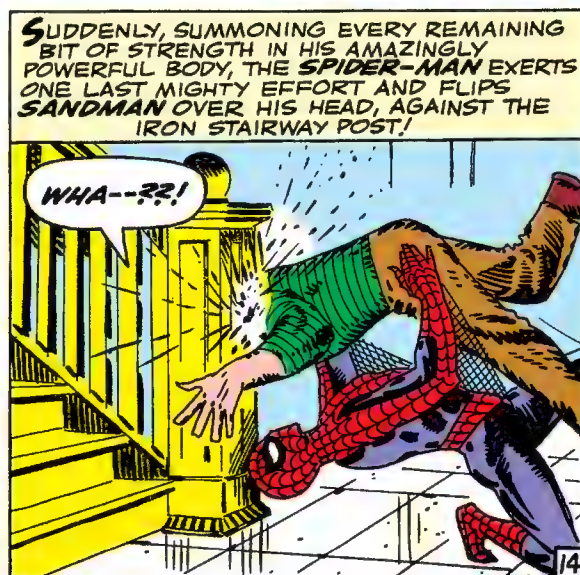
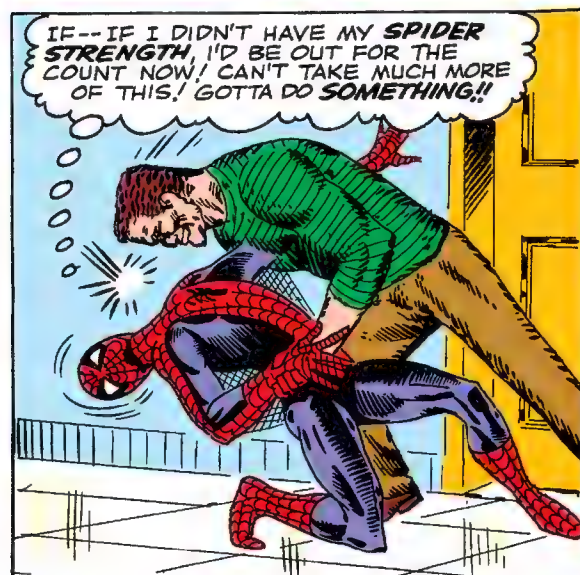
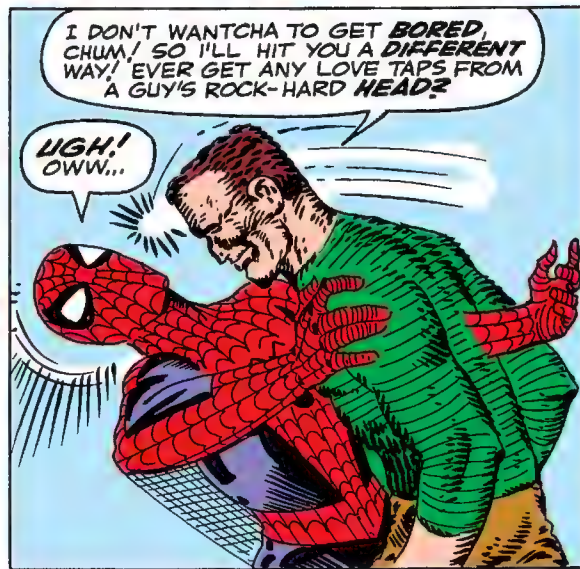






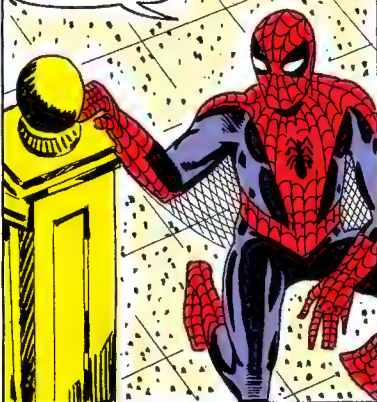






THE AWESOME CRIMINAL RELEASES HIS HOLD ON SPIDER-MAN AS HE SHATTERS INTO COUNTLESS GRAINS OF SAND...

I'M FREE!



--BUT FOR HOW LONG? HE'S **ALREADY** REFORMING THE SANDY ELEMENTS OF HIS BODY INTO A SOLID MASS!



NICE TRY, SPIDER-MAN! BUT A FAT LOT OF GOOD IT'LL DO YA!!

BOY! ANYONE WHO WANTED TO TRADE PLACES WITH ME RIGHT NOW WOULDN'T HAVE TO COAX ME VERY HARD!

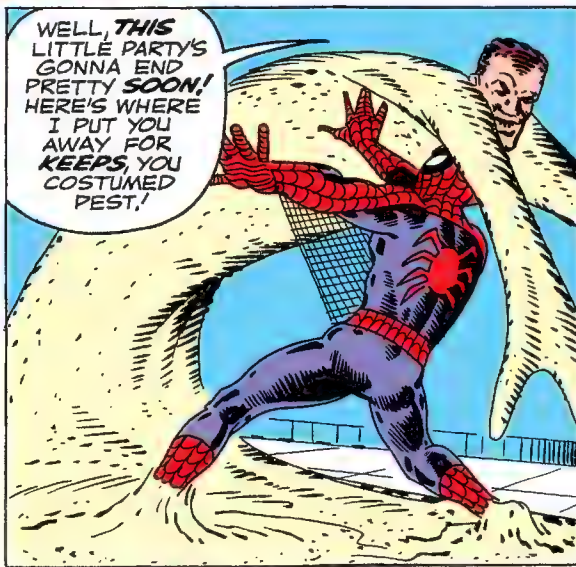


I'LL JUST LET MY GRAINS OF SAND OOOZE OVER THERE TOWARDS YOU... LIKE HAVIN' YOUR LEGS IN QUICKSAND, ISN'T IT?

I'LL BET YOU'D BE GREAT AT A PARTY! YOU'RE JUST A BARREL OF FUN, AREN'T YOU?!!



WELL, **THIS** LITTLE PARTY'S GONNA END PRETTY SOON! HERE'S WHERE I PUT YOU AWAY FOR **KEEPS**, YOU COSTUMED PEST!

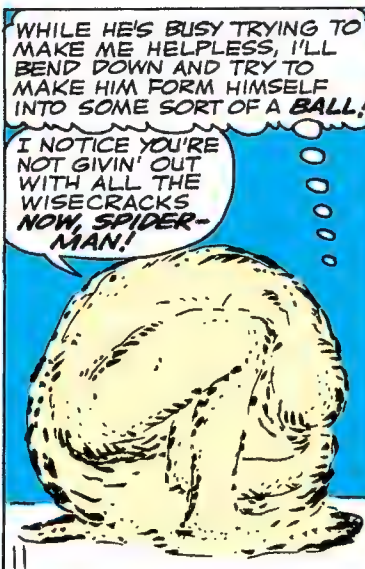


HE'S TRAPPING ME MORE AND MORE! I CAN'T BREAK LOOSE! **WAIT!** I'VE GOT AN IDEA!



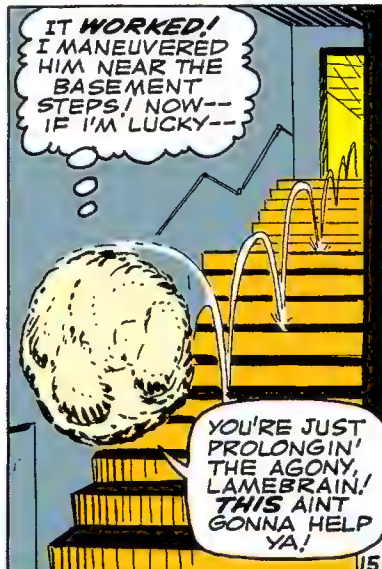
WHILE HE'S BUSY TRYING TO MAKE ME HELPLESS, I'LL BEND DOWN AND TRY TO MAKE HIM FORM HIMSELF INTO SOME SORT OF A **BALL!**

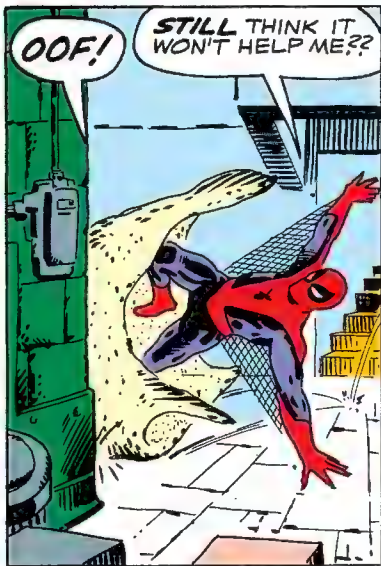
I NOTICE YOU'RE NOT GIVIN' OUT WITH ALL THE WISECRACKS NOW, SPIDER-MAN!



IT WORKED! I MANEUVERED HIM NEAR THE BASEMENT STEPS! NOW-- IF I'M LUCKY--

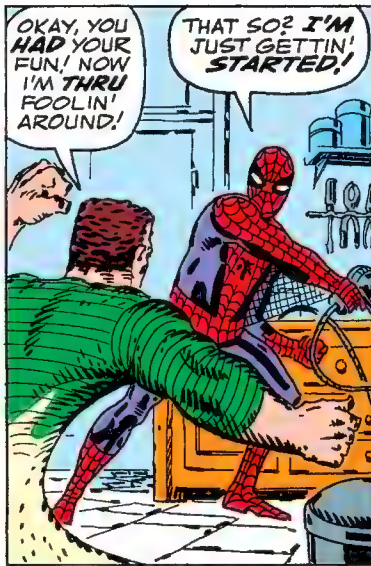
YOU'RE JUST PROLONGIN' THE AGONY, LAMEBRAIN! **THIS** AINT GONNA HELP YA!





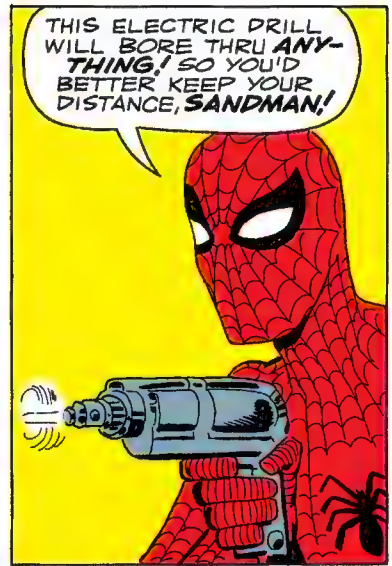
OOF!

STILL THINK IT WON'T HELP ME??



OKAY, YOU HAD YOUR FUN, NOW I'M THRU FOOLIN' AROUND!

THAT SO? I'M JUST GETTIN' STARTED!

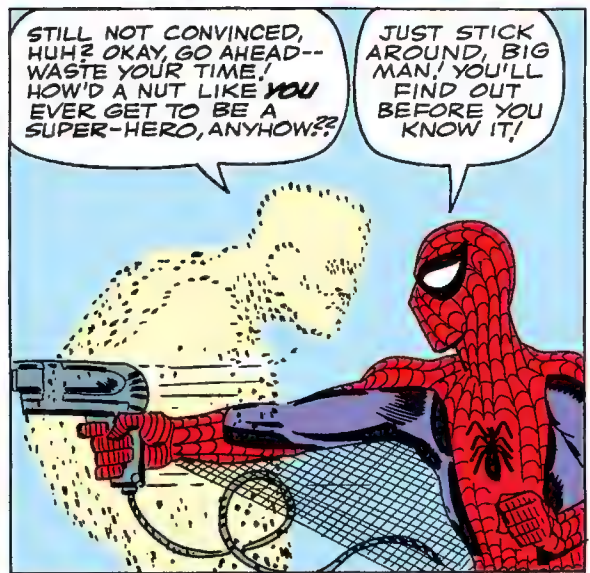


THIS ELECTRIC DRILL WILL BORE THRU ANYTHING! SO YOU'D BETTER KEEP YOUR DISTANCE, SANDMAN!



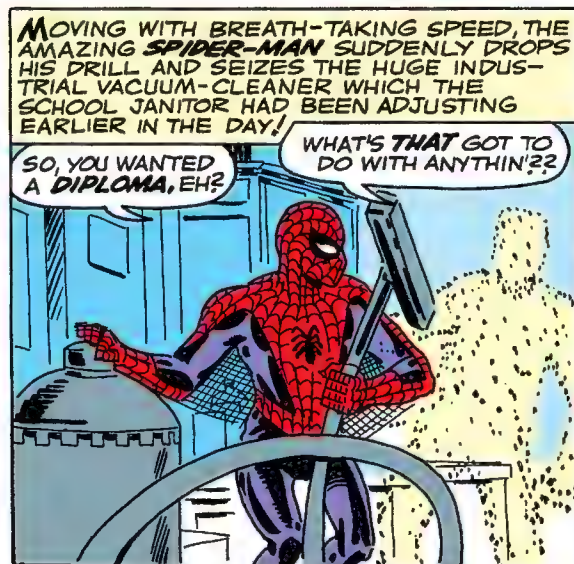
DON'T YOU EVER LEARN?? ALL I GOTTA DO IS MAKE MY BODY LIKE SAND AGAIN! THAT DUMB THING CAN'T HURT ME!

SO FAR, SO GOOD! HE DOESN'T SUSPECT THAT THAT'S JUST WHAT I WANT HIM TO DO!



STILL NOT CONVINCED, HUH? OKAY, GO AHEAD-- WASTE YOUR TIME! HOW'D A NUT LIKE YOU EVER GET TO BE A SUPER-HERO, ANYHOW??

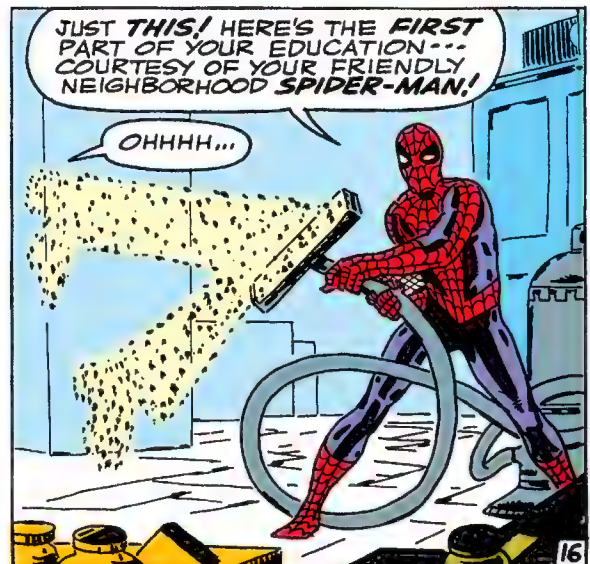
JUST STICK AROUND, BIG MAN! YOU'LL FIND OUT BEFORE YOU KNOW IT!



MOVING WITH BREATH-TAKING SPEED, THE AMAZING SPIDER-MAN SUDDENLY DROPS HIS DRILL AND SEIZES THE HUGE INDUSTRIAL VACUUM-CLEANER WHICH THE SCHOOL JANITOR HAD BEEN ADJUSTING EARLIER IN THE DAY!

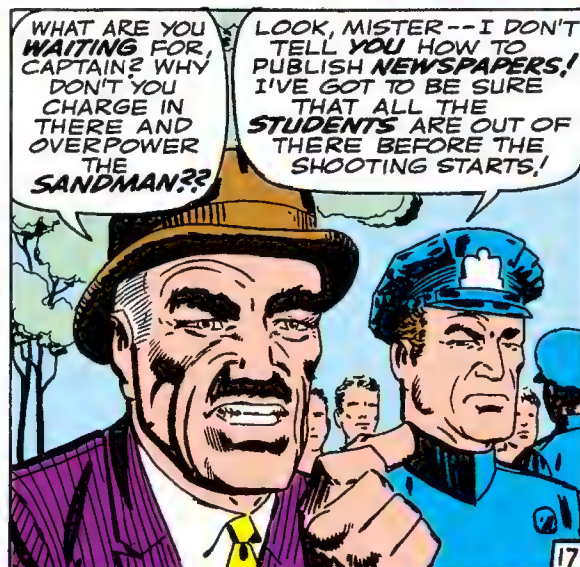
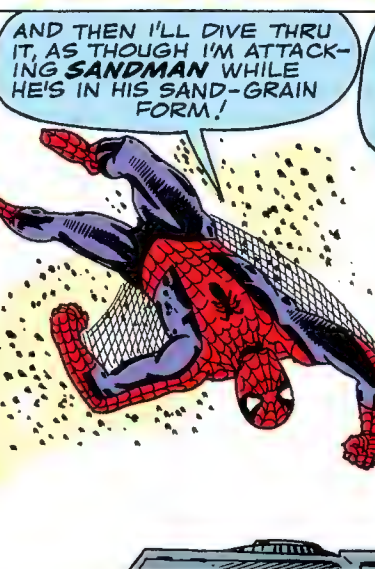
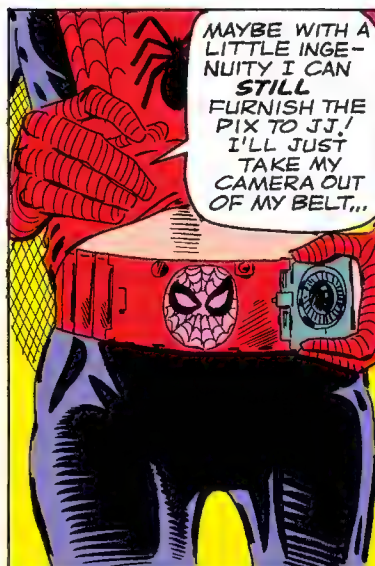
SO, YOU WANTED A DIPLOMA, EH?

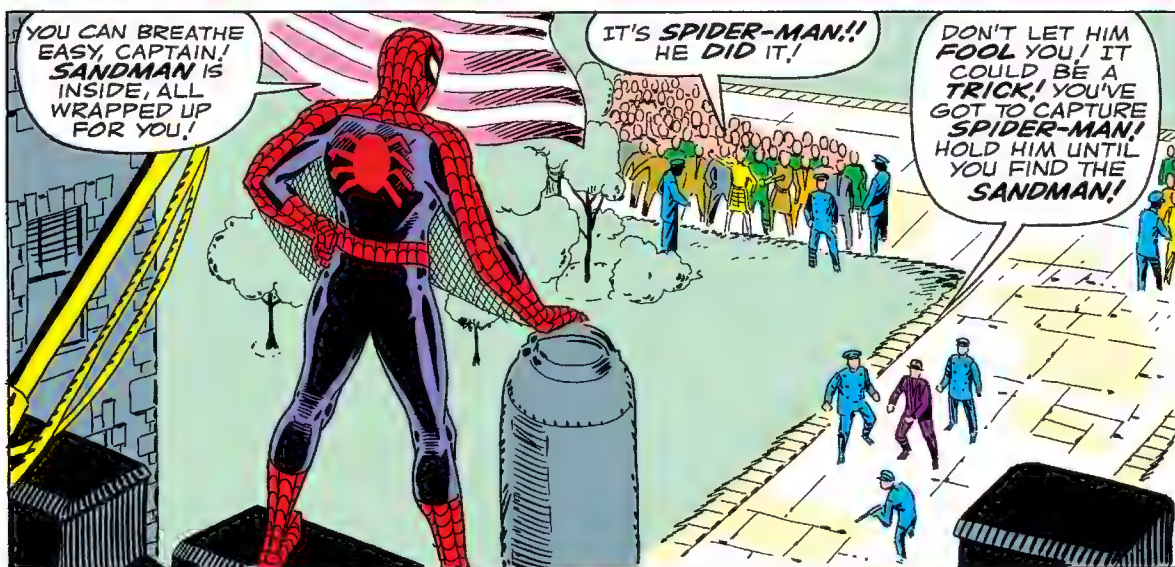
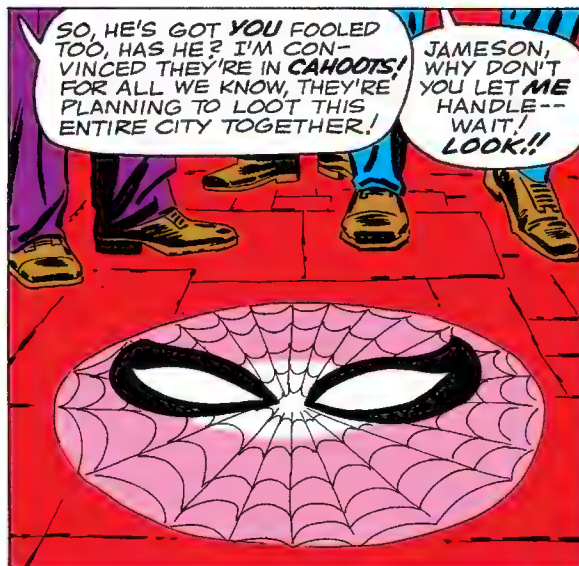
WHAT'S THAT GOT TO DO WITH ANYTHIN'??

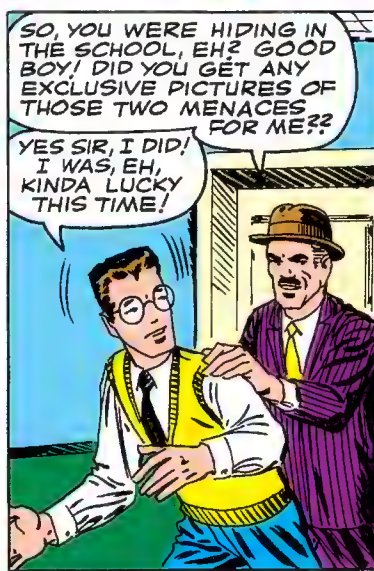
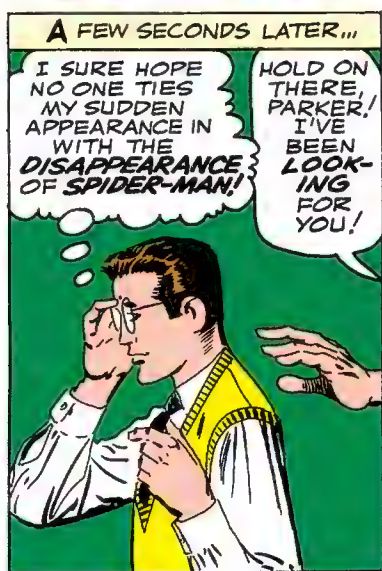
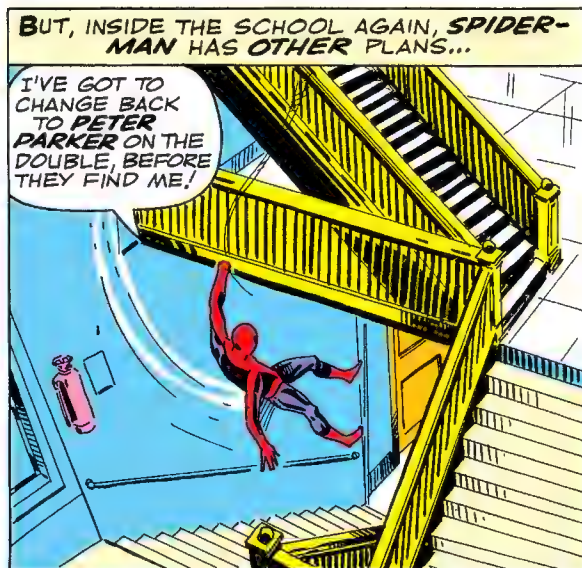
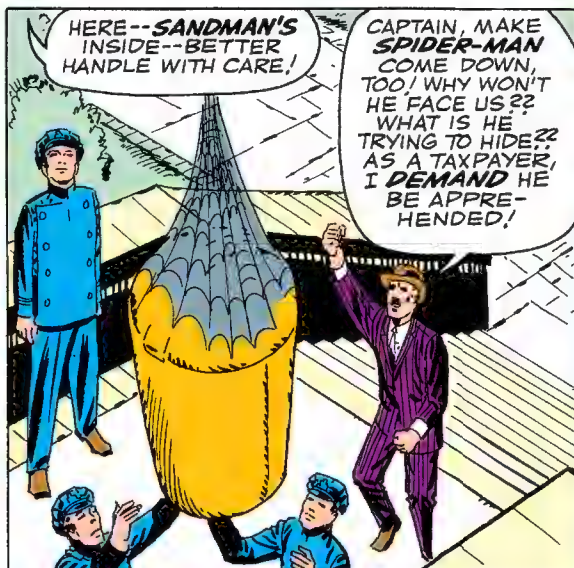


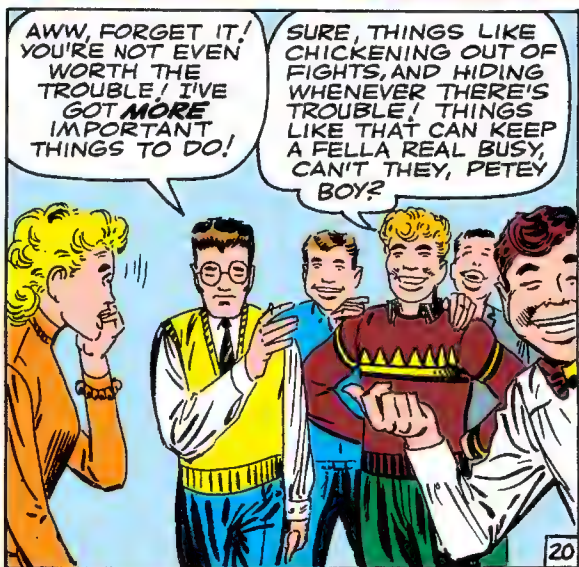
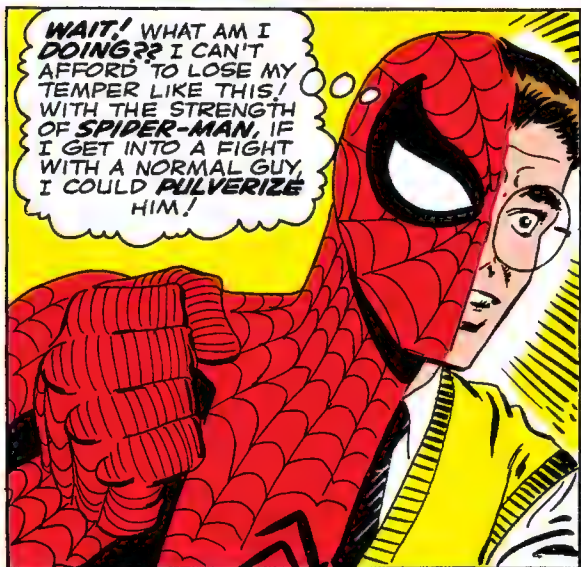
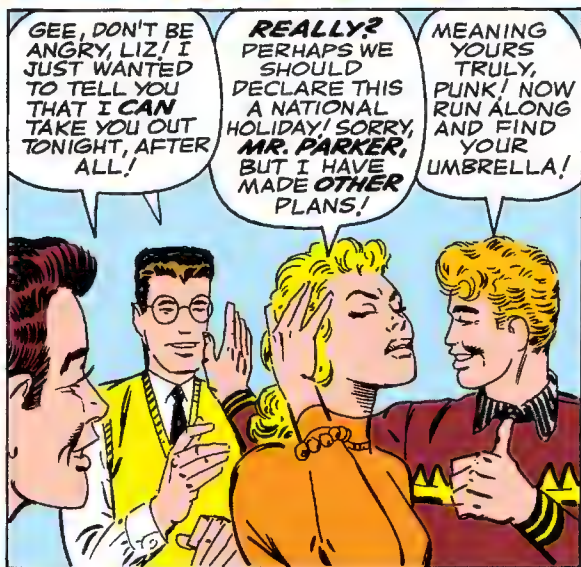
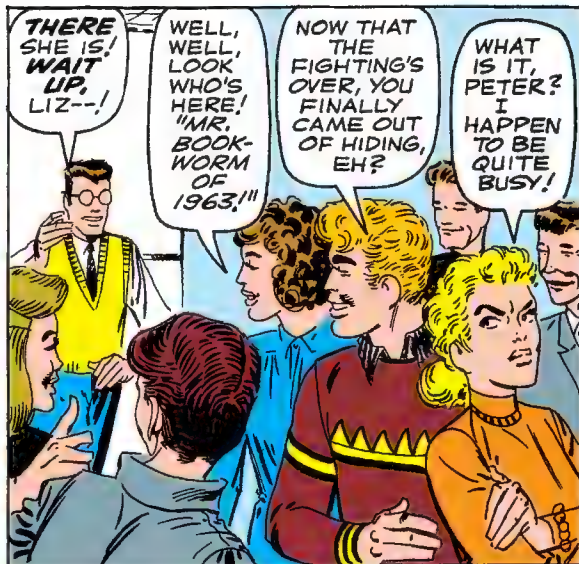
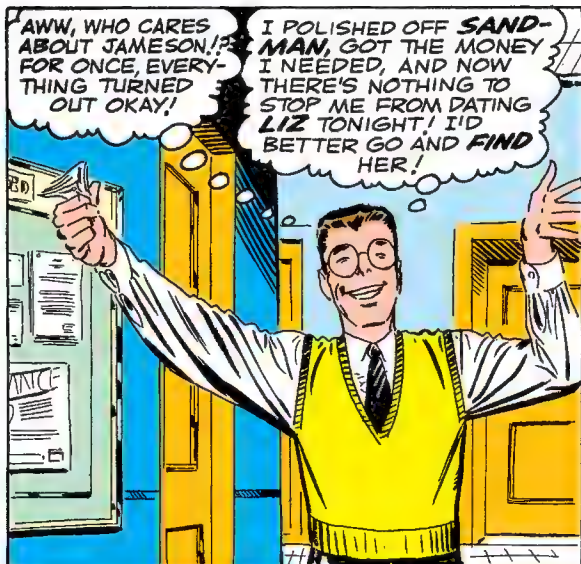
JUST THIS! HERE'S THE FIRST PART OF YOUR EDUCATION--- COURTESY OF YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

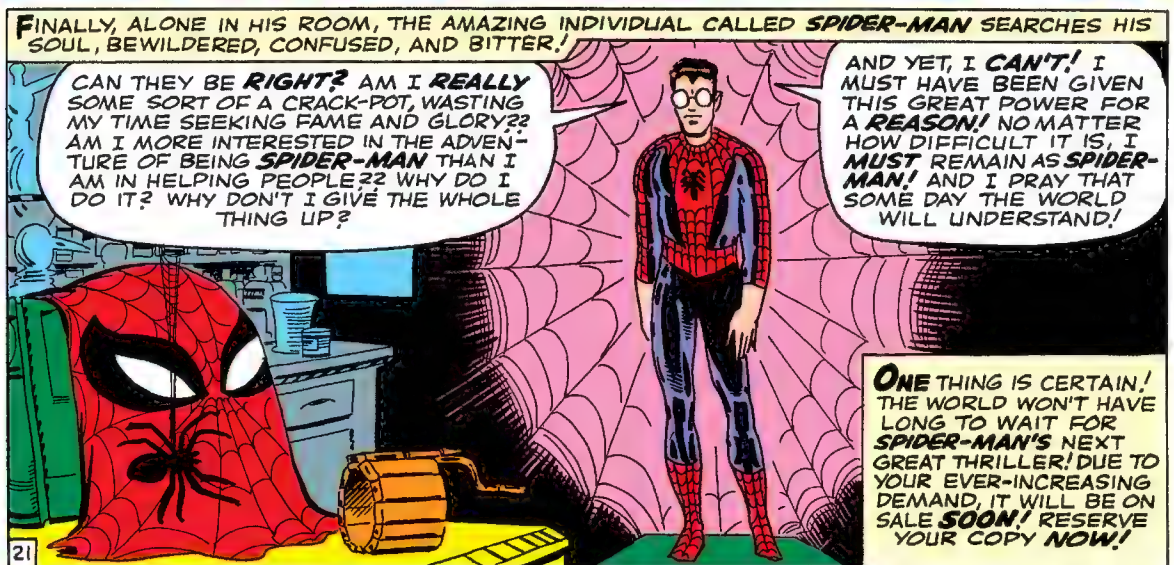
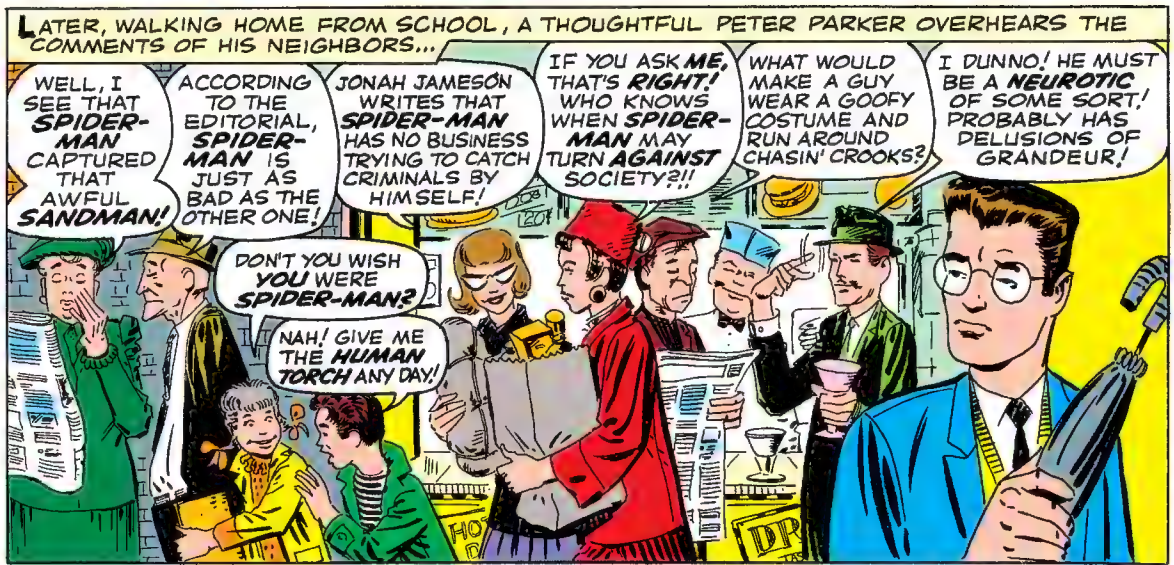
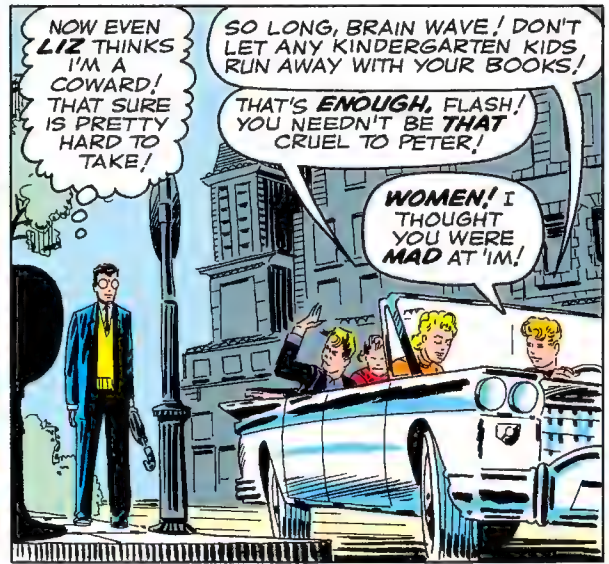
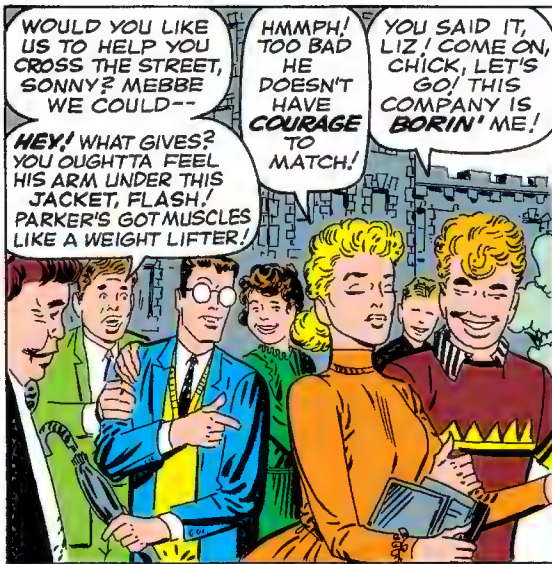
OHHHH...













SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve:

Amazing Spider-Man #2 was again very good. I enjoyed this issue somewhat more than the first issue, probably because there was more action this time. Your two stories, "Duel to the Death with the Vulture," and "The Terrible Tinkerer," were both very good. I wish Spider-Man had gotten due credit for his capture of the Vulture (not to mention the prevention of the conquering of the Earth), and I'm still waiting to see the day when Jameson will swallow his nasty remarks about our hero. The picture of Spider-Man on page 9, panel 6 was one of the best pictures yet of our hero. By the way, thanks for the picture of Spider-Man in the corner of your cover. I'm glad that the Marvel group has received this custom. It adds an extra little touch to the cover. Well, I'll be looking forward to your next issue.

Dave Bibby
40 Hillside Ave.
Verona, N. J.

Thanks, Dave. Glad you like our cover trademark. We've received many nice comments from readers about it, and appreciate them all.

Dear Stan and Steve:

I have just read a terrific new comic that is worthy of reading over and over again. It's name: THE AMAZING SPIDER-MAN, and it is great. No question about it. Well, mebbe just one. In the first half of the book, Spider-Man's secret identity is Peter Parker, but in the second half, his secret identity is Peter Palmer! Which name is right?

Gary Anderson
East Northport, N. Y.

Gary, literally hundreds of puzzled fans have called our attention to that king-sized error! We don't know how it happened, but to set the record straight, SPIDER-MAN's real name is Peter PARKER, and we're gonna do our best to see that it STAYS that way!

Dear Stan and Steve:

Stan, you have struck again. If I thought the first SPIDER-MAN tale was good, I should have waited till the second and third. WOW! and a few more for flavor! The only thing I truly regret is that Steve Ditko's art distorted the Four to the point where it was agony to this dyed-in-the-wool FF fan to see them. SPIDER-MAN he can do well - I honestly can't picture him any other way - but the others . . . I suggest any more feature appearances be made by S-M (Sub-Mariner's initials?) in other magazines.

Paul Moslander
Editor of *Jeddak*
1206 31 Ave.
San Mateo, California

You're about to get your wish, Paul! Lately, it seems that SPIDER-MAN is all over the place! He has a brief guest appearance in the great FANTASTIC FOUR ANNUAL, on sale this summer . . . and he shares top billing with the HUMAN TORCH in the 72-page STRANGE TALES ANNUAL, also out this summer. We couldn't think of any excuse to squeeze him into the MILLIE THE MODEL ANNUAL, but we tried!

Dear Stan and Steve:

WOW! You really did it! *Amazing Spider-Man #2* was spectacular! It was colossal! It was even better than your first great issue. You gave us new, new villains, both of whom are good. I think, however, that the Vulture was the best; he was terrific! I think he's even better than Dr. Doom, villain in *Fantastic Four*. The way the Vulture keeps looping around behind Spider-Man made me wonder if Spider-Man would defeat the Vulture at all! One of the things that makes the Spider-Man more believable and real is the fact that he does make mistakes at times. He wasn't very careful, at times, in his battle with the Vulture, and consequently, the Vulture was able to knock him out and dump him in a water-tower. Another time, Spider-Man was careless, and the Vulture almost sent him plunging to his death! But it's things like this that make the Spider-Man so great! I have some comments to make about the belt that Spider-Man now wears. As long as he uses it to keep web-fluid capsules in, it's all right with me. Just don't start having him keep a whole lot of scientific gadgets and other things in it! If you do, POW! Spider-Man is supposed to depend on his spider-like powers; he doesn't need a lot of other things in his battle against crime. Keep up the good work. Spider-Man is your best super-hero by a long shot!!! Why don't you drop the word, 'Amazing' from your title? It doesn't sound quite right.

Larry Brown
506 Handy Drive
Bay City, Michigan

We kept the word AMAZING out of sentiment, because it was part of the title of the magazine which SPIDER-MAN replaced. Also, it seemed to fit Peter Parker to a T! But, as usual, we'll let our fans be the final judge. What do you say, friends? Do we drop the word AMAZING from our title, or does it remain?



Dear Stan and Steve:

At last! Spider-Man has his own mag!!! I love your art, and the plots are terrific. His costume is the most glamorous and colorful in comic history and I think his mag will be the most liked throughout all of North America within six months. Don't get Spider-Man to join the FF though; he's the greatest by himself. He's the only super-hero I know who doesn't have money or live in luxury. I think that you should give him his own headquarters and maybe a Spider-jet with his insignia on it.

Waiting for the next issue,
Bill Schmuck
1140 Rock Street
Victoria, B.C., Canada

We're all for it, Bill, but where is a super hero without any dough gonna get his own Spider-jet?? Last we heard, he was trying to raise the down-payment on a bike!

CONTINUED . . .

Dear Editor,

I thought *Fantastic Four* was great, but the amazing *Spider-Man* is superb, excellent! Glad to see S. Lee and S. Ditko together on such a great mag. In my opinion *Spider-Man's* adventures are superb, great fantasy, plots, and artwork. If future issues are as good or better as No. 1, they'll be excellent. About *Amazing Adult Fantasy* (where SPIDER-MAN first appeared), what ever happened to it? I thought it was a great mag. The first issue of amazing *Spider-Man* was truly superb. Thanks for a great mag.

Arthur Davis Jr.
2809 Avenham Ave.
Roanoke 14, Virginia

You're more than welcome, Art! As for AMAZING ADULT FANTASY, we're glad of this opportunity to explain its demise to all those who've asked about it. Judging by your mail, those who read the mag LOVED it . . . but, judging by our sales, not enough readers BOUGHT A.A.F.! So, just for kicks, we decided to create a new super character (SPIDER-MAN) and throw away all the rules, making him as original and as different as we could. We planned to present him in the final issue of AMAZING ADULT FANTASY, just to satisfy ourselves. But, the rest is history! His surprise appearance jolted readers everywhere, and we were deluged with letters demanding that he be given his own magazine. So there you are . . . AMAZING ADULT FANTASY has now become AMAZING SPIDER-MAN, and a new super hero sensation has joined the Marvel galaxy of stars!

Dear Stan and Steve:

I can tell already that the SPIDER-MAN letter column will contain fantastic rave letters, claiming that you have the art of Dali, the writing of Shakespeare, and the greatest character since Ellery Queen. Probably you will also print one crank letter, saying, "SPIDER-MAN stinks because he is a real weirdo, so why don't you give him some more powers and a romantic interest, and have him talk to spiders and befriend them, and square him with the law so as he can be a fighter for crime." Even if you won't be as good or as bad as any of the letters you print, there is certainly no denying that you have something going for you. The cover was the best ever used on any magazine you edit, the interior art of Human Torch was especially outstanding, the best treatment he has had since the "good old days," the plots were sound, and the personal touches that make your stories what they are abounded. The way SPIDER-MAN "flies" by swinging from web to web, may displease the window cleaners who have to clear the webs away, but I hope you keep it, rather than have him jump or catapult himself until he is effectively flying under his own power. The scenes in the second story, on page seven, were especially effective. One gripe, and I will bring this letter to a close. Such quotes as, "My spider instincts sense danger behind me!", "That tingle I feel, my quarry is close," "I can still sense him in the dark" — all imply some vague power which has no reasonable explanation, and which is unnecessary to the story. Most super-heroes have such unexplained instincts which save the writer the trouble of thinking up a more reasonable and clever way out of plot difficulties, but I just hope you keep SPIDER-MAN out of this rut!

Rick Wood
Bellingrath, Southwestern
Memphis 12, Tennessee

Aw, come on now, Rick! WHAT rut? How many OTHER super heroes do you know with spider instincts?

SPECIAL ANNOUNCEMENTS SECTION:

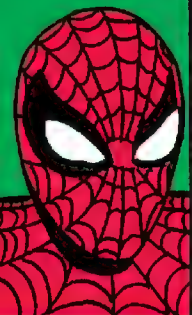
Forgive us if we sound boastful, but we just can't help it. In the space of only three issues, SPIDER-MAN has become a comic magazine sensation! And so, we are proud to announce that, effective with this issue, the AMAZING SPIDER-MAN will be published MONTHLY!

- Many readers have written to request that SPIDER-MAN join the FANTASTIC FOUR, or team up with the HUMAN TORCH, or SUB-MARINER, or THOR, or almost any and every super character in our ever-growing lineup. However, for the time being, we would like to limit him to a few occasional guest appearances with our other heroes (which will be announced, when space permits). Stan and Steve have so many wonderful, unusual ideas for future SPIDER-MAN tales, that we don't want to do anything to interfere with them.

- Due to the unusually large demand for SPIDER-MAN, we hear that some fans have been missing issues because their dealers were sold out. May we suggest that you avoid disappointment by asking your dealer to RESERVE a copy for you in advance. Okay? Then we'll see you next month!

- Yours till Peter Parker picks a peck of pickled peppers!





the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY
IND.

5
OCT.

MARVEL
COMICS
GROUP 12¢

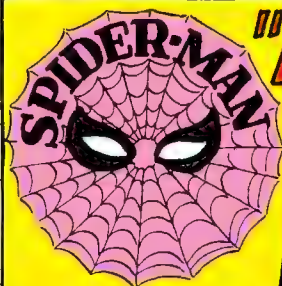
WWW.MARVEL.COM

IT HAD TO HAPPEN!
SOONER OR LATER,
SPIDER-MAN
WAS BOUND TO BATTLE

"DOCTOR
DOOM!"

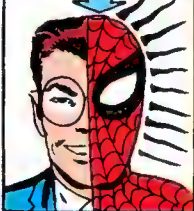
THIS IS YOUR *FINISH*,
SPIDER-MAN! IF THE
FANTASTIC FOUR THEMSELVES
COULD NOT STOP ME, WHAT
CHANCE HAVE YOU?





"MARKED FOR DESTRUCTION BY DR. DOOM!"

FEATURING



PETER PARKER
ALIAS
SPIDER-MAN



THE AWESOME
DOCTOR
DOOM!

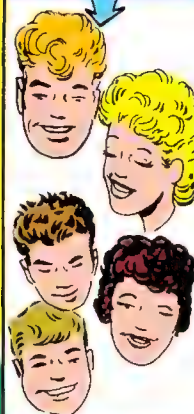


J. JONAH
JAMESON
AND HIS
SECRETARY,
BETTY BRANT

SPIDER-MAN AND THE ARCH-FOE
OF THE FANTASTIC FOUR, FACE-TO-
FACE FOR THE FIRST TIME!



FEATURING



FLASH
THOMPSON,
LIZ ALLAN,
AND THEIR
ASSORTED
CLASSMATES



THE
OTHER
SPIDER-MAN!

4



AND THE
WORLD'S MOST
FABULOUS
SUPER-TEAM!

WRITTEN BY... *Stan Lee*

DRAWN BY... *S. Ditko*

LETTERING...
S. Rosen

HAVE YOU EVER NOTICED, WHEN YOU START READING A COMIC MAG, THE OPENING CAPTION TELLS YOU THAT YOU'RE ABOUT TO READ THE MOST EXCITING STORY EVER WRITTEN... WITH THE MOST DANGEROUS MENACE, AND THE MOST SUSPENSEFUL PLOT?? WELL, WE'RE GOING TO TRY TO BE MORE HONEST! THIS MAY **NOT** BE THE GREATEST STORY EVER WRITTEN! YOU MAY HAVE READ ABOUT MORE EXCITING VILLAINS! AND YOU MAY HAVE THRILLED TO BETTER PLOTS! BUT, Y'KNOW SOMETHING? WE CAN'T SEE **HOW!**

YOU ARE LOOKING AT ONE OF THE FEW CANDID ACTION FILMS EVER TAKEN OF **SPIDER-MAN** BY A NEWSREEL PHOTOGRAPHER!

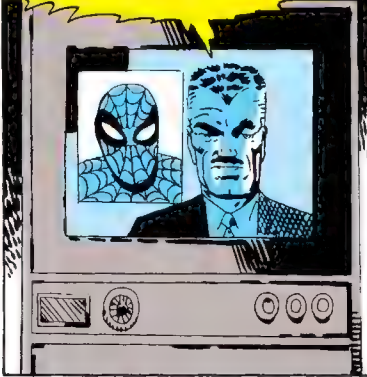


BY NOW THE WHOLE WORLD KNOWS OF **SPIDER-MAN'S** EXISTENCE! BUT THE WORLD **DOESN'T** KNOW HIS TRUE IDENTITY, OR HIS REAL MOTIVES! AND THAT IS WHAT THIS PROGRAM INTENDS TO INVESTIGATE!



SPIDER-MAN...
A FORCE FOR GOOD OR EVIL?

MY NAME IS J. JONAH JAMESON, PUBLISHER OF **NOW** MAGAZINE AND THE **DAILY BUGLE**! I AM SPONSORING THIS PROGRAM IN THE PUBLIC INTEREST, TO EXPOSE **SPIDER-MAN** TO THE PUBLIC AS THE MENACE HE IS!



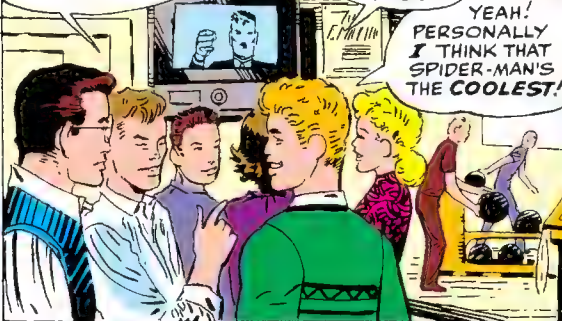
ANY TV SHOW ABOUT THE COLORFUL **SPIDER-MAN** IS BOUND TO ATTRACT A LARGE AUDIENCE! EVEN TEEN-AGERS IN A LOCAL BOWLING ALLEY INTERRUPT THEIR GAME TO VIEW THE PROGRAM...

BOY, IMAGINE JAMESON SPONSORING HIS OWN PROGRAM, JUST TO ATTACK **SPIDER-MAN**!

I SAY THAT **SPIDER-MAN** BELONGS BEHIND BARS!

AW, JAMESON'S NOT SO DUMB! HE'S JUST GETTIN' GOOD **PUBLICITY** FOR HIS MAG BY MAKING ALL THIS FUSS!

YEAH! PERSONALLY I THINK THAT **SPIDER-MAN'S** THE COOLEST!

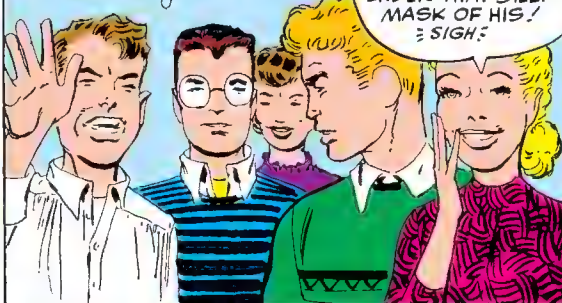


I MUSTN'T SAY ANYTHING TO MAKE THEM SUSPECT ME! I'LL TALK **AGAINST** **SPIDER-MAN**!

YOU CAN'T TELL! JAMESON MAY BE **RIGHT**! NOBODY REALLY **KNOWS** **SPIDER-MAN**!

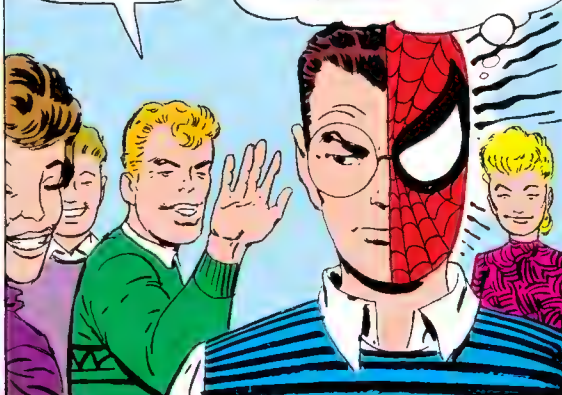
IT'S A CINCINCH YOU DON'T, PANTY-WAIST! YOU'D PROBABLY **FAINT** IF YOU EVER CAUGHT SIGHT OF 'IM!

I WOULD, TOO! ...FROM SHEER **EXCITEMENT**! I'LL BET HE'S REAL **HANDSOME** UNDER THAT SILLY MASK OF HIS! SIGH.



G'WAN, PARKER, GET LOST! YOU'RE IN THE WRONG PLACE, ANYHOW! THIS IS A BOWLING ALLEY, NOT A **KNITTING PARLOR**!

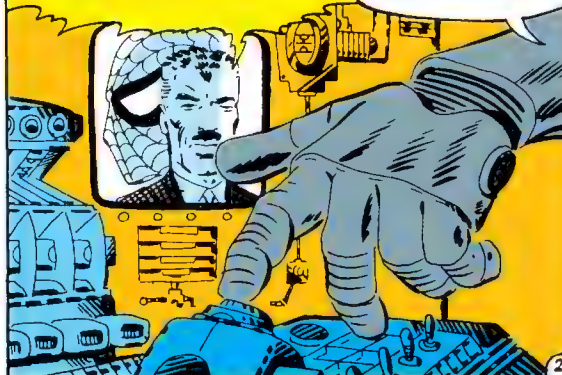
THAT'S IT, FLASH! KEEP IT UP! ONE OF THESE DAYS YOU'LL GO TOO FAR, AND YOU'LL NEVER KNOW WHAT **HIT** YOU! THERE'S EVEN A LIMIT TO **SPIDER-MAN'S** PATIENCE!

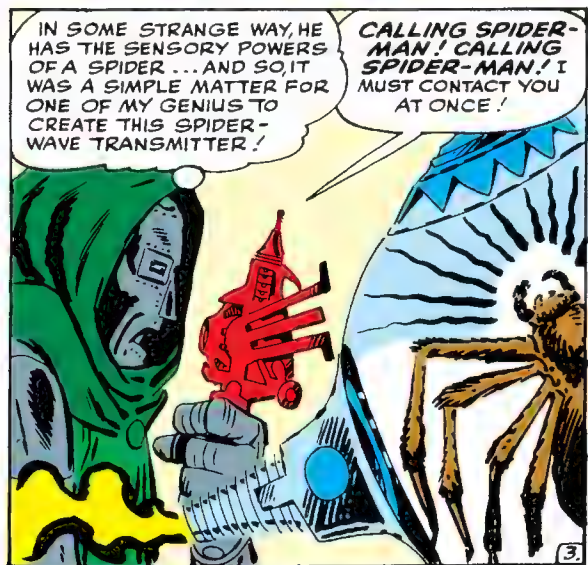
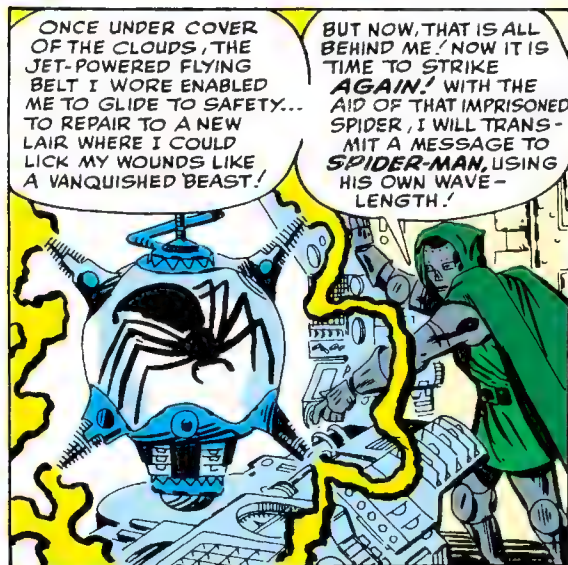
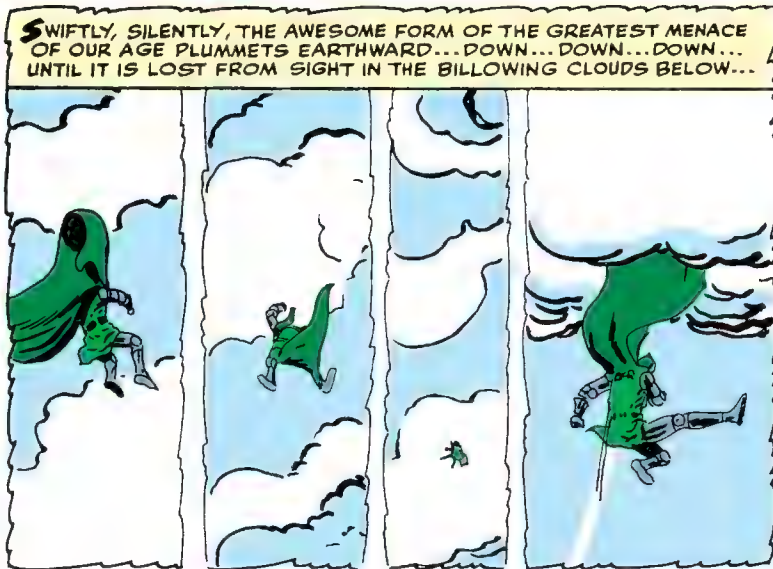
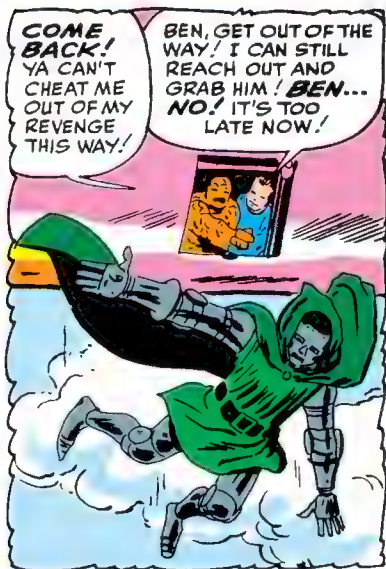
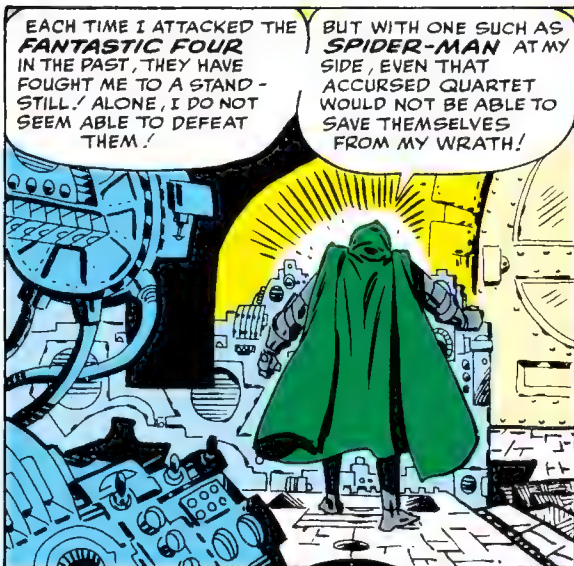


BUT, IN ANOTHER PART OF TOWN, **ANOTHER** LISTENER HEARS JAMESON'S PROGRAM, A **STRANGE** AND **SINISTER** LISTENER!

...MY PAPERS ARE OFFERING A **THOUSAND DOLLARS** REWARD TO ANYONE WHO CAN DISCLOSE **SPIDER-MAN'S** TRUE IDENTITY!

SPIDER-MAN?? HMM... **HE** MAY BE JUST THE ONE I'VE BEEN SEEKING!





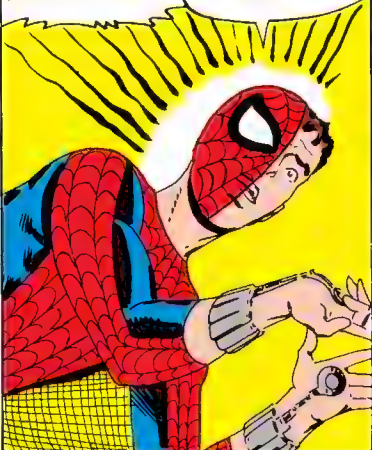
MEANWHILE, AT HOME, PETER PARKER PRACTICES HIS AGILITY WITH HIS WEB, IN THE PRIVACY OF HIS ROOM...

IF THE GANG AT THE BOWLING ALLEY COULD SEE ME **NOW!**



CALLING SPIDER-MAN! CALLING SPIDER-MAN!

I CAN SENSE A MESSAGE! SOMEONE IS TRYING TO REACH ME!



WHO CAN IT **BE?** HOW COULD ANYONE HAVE FIGURED OUT A WAY TO REACH ME THROUGH MY SPIDER'S SENSE?

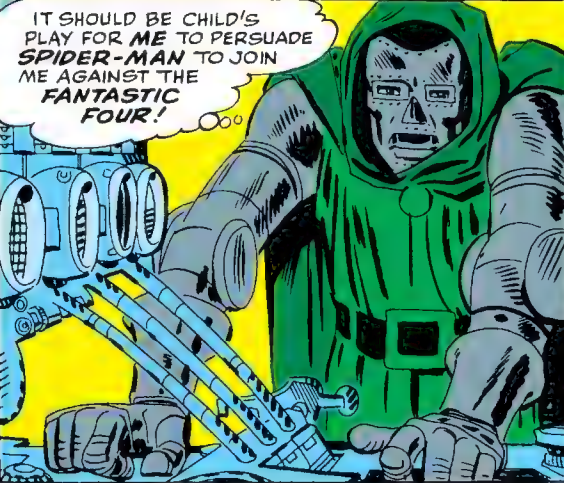
WELL, THERE'S ONLY ONE WAY TO FIND OUT!



IT'S A SIMPLE MATTER FOR ME TO FOLLOW THE SENSORY IMPULSES TO THEIR SOURCE! BOY, IT'S GREAT TO BE GETTING BACK INTO ACTION AGAIN!

BUT, PERHAPS SPIDER-MAN WOULD NOT BE QUITE SO ENTHUSIASTIC IF HE KNEW **WHO** WAS WAITING FOR HIM AT HIS ULTIMATE DESTINATION!

IT SHOULD BE CHILD'S PLAY FOR **ME** TO PERSUADE **SPIDER-MAN** TO JOIN ME AGAINST THE **FANTASTIC FOUR!**

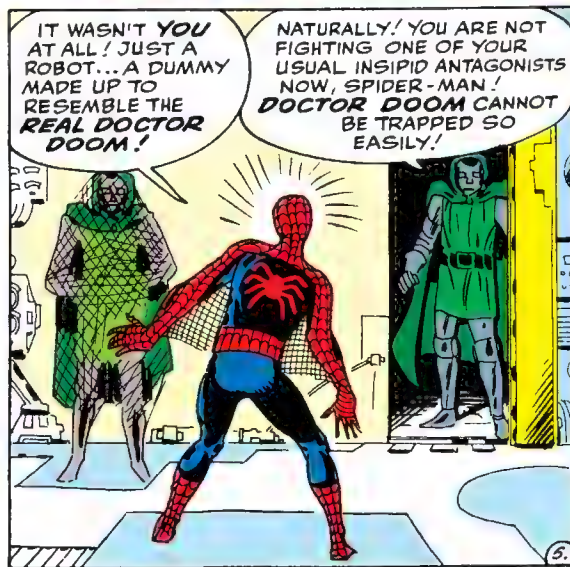
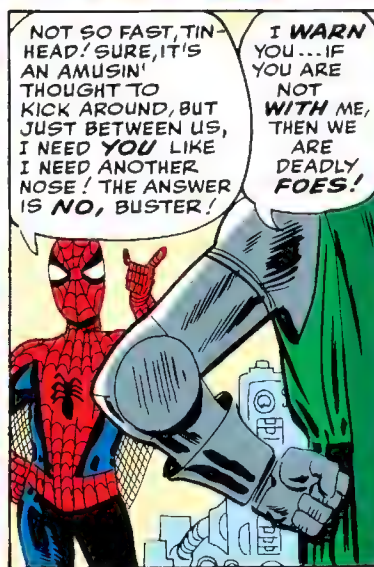


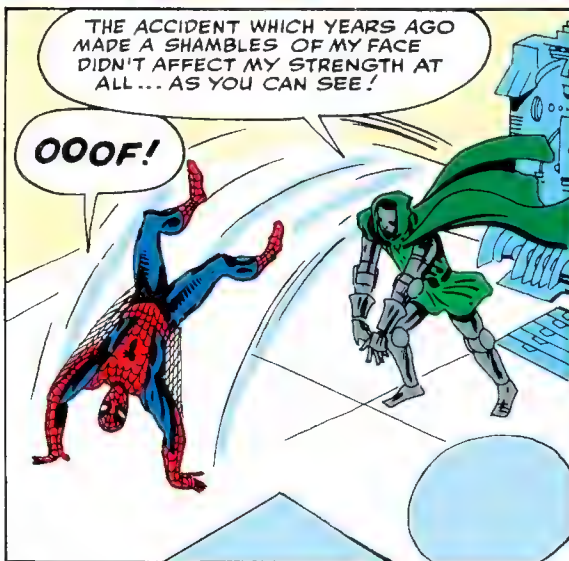
WELL, I GUESS THIS IS THE PLACE! NOW TO... **HOLY SMOKE!** I'D KNOW THAT GUY **ANYWHERE!** IT...IT'S **DOCTOR DOOM!**

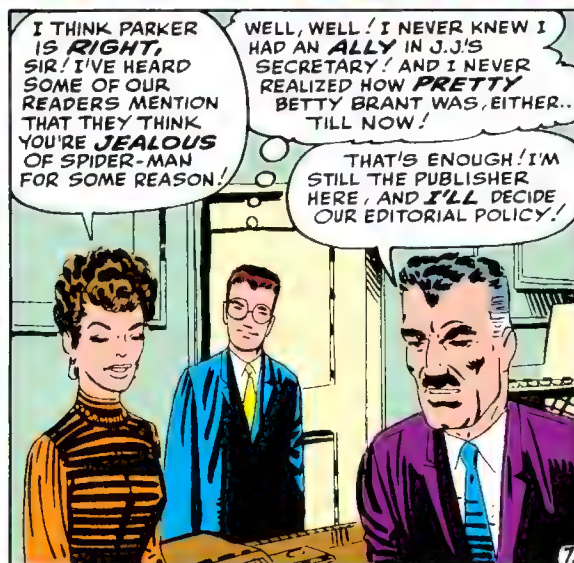
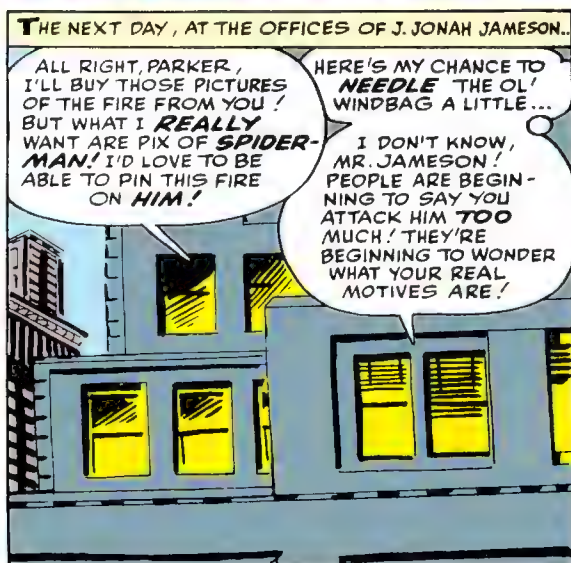
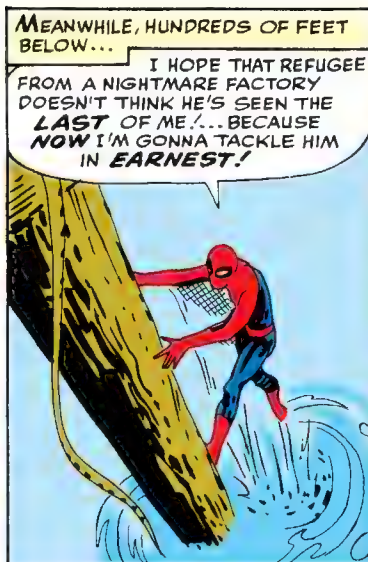
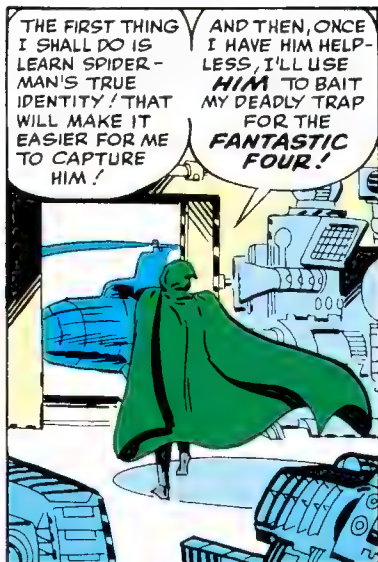
SO IT WAS **YOU** WHO TRIED TO CONTACT ME, **DOOM?! IT** WOULD HAVE HAD TO BE SOMEONE WITH YOUR TALENT! BUT **WHY?**

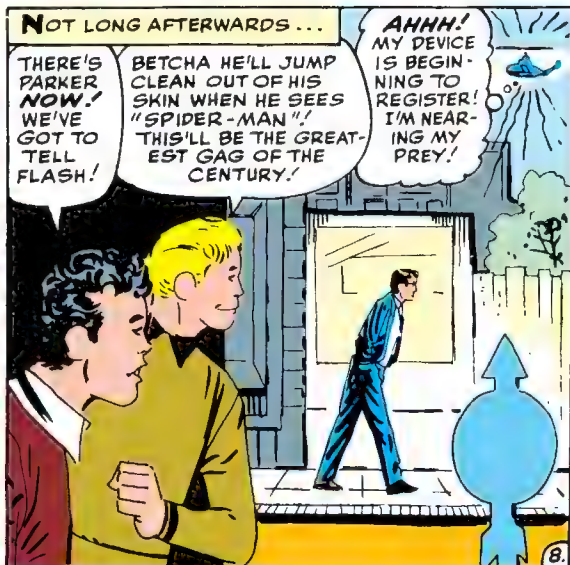
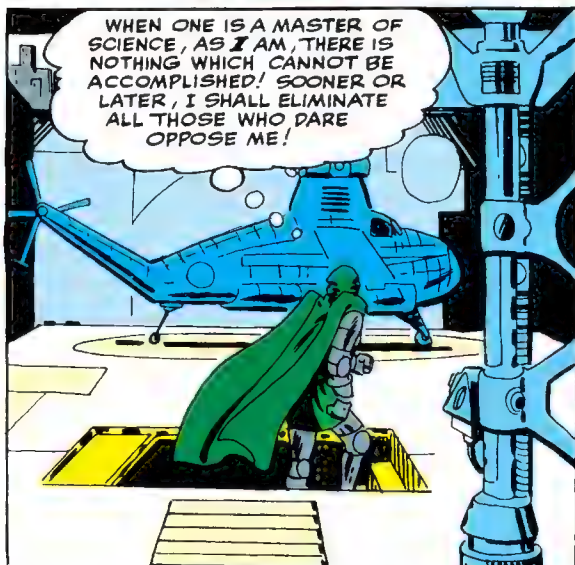
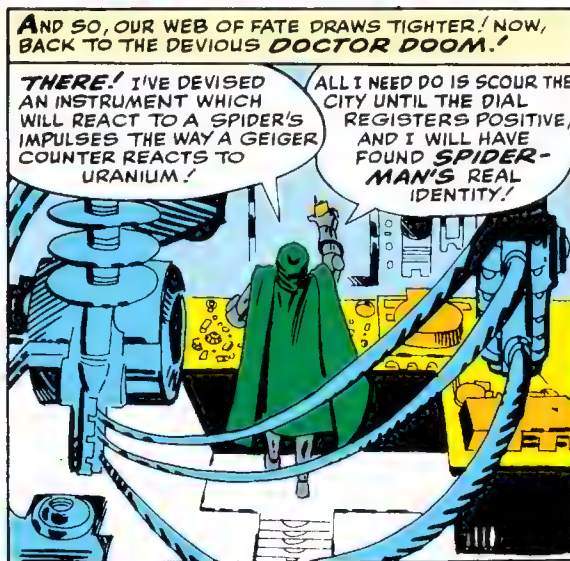
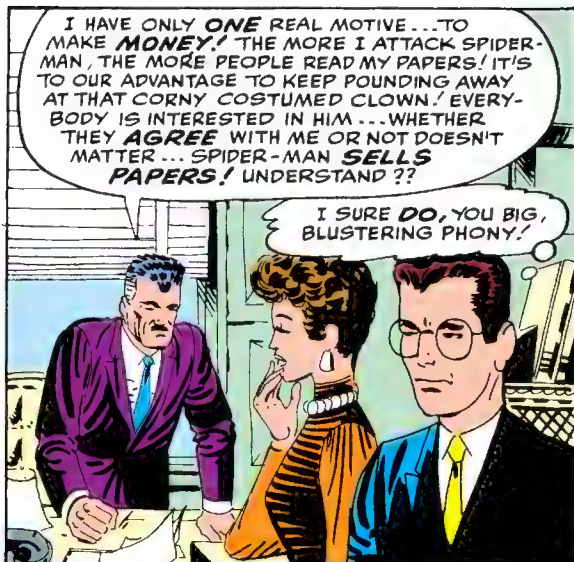
AH, **SPIDER-MAN!** IS IT NECESSARY FOR YOU TO MAKE YOUR ENTRANCE QUITE SO **DRAMATIC,** MY IMPETUOUS FRIEND?

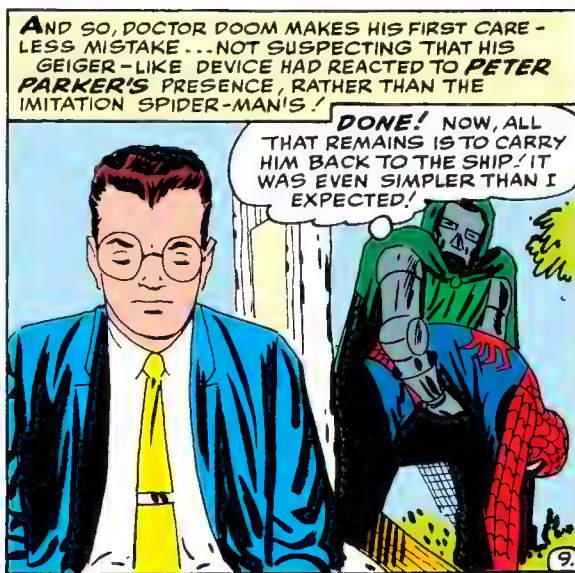
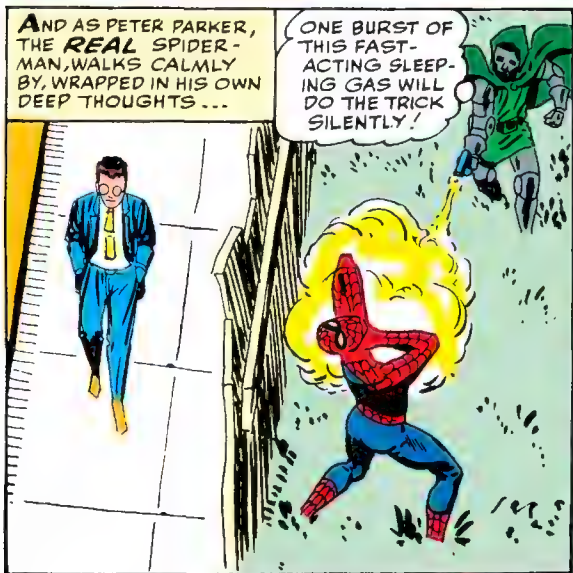
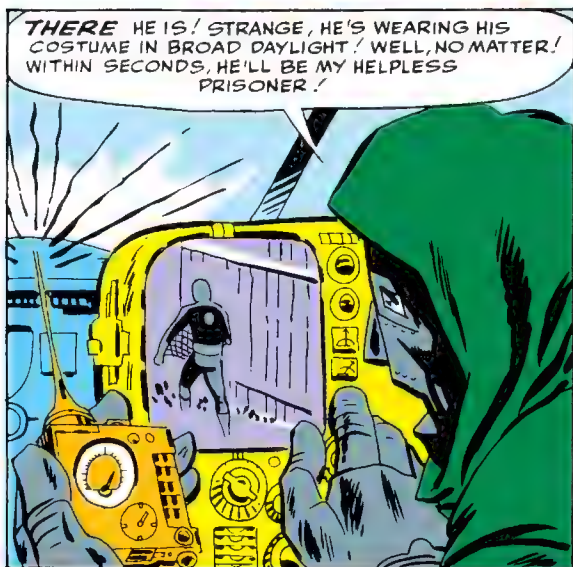
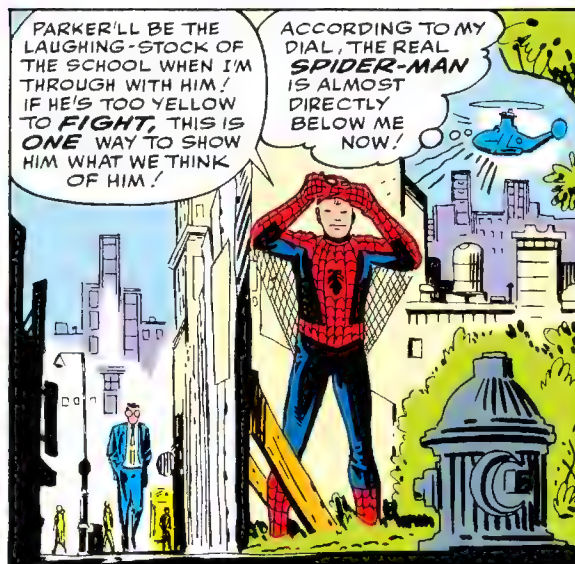
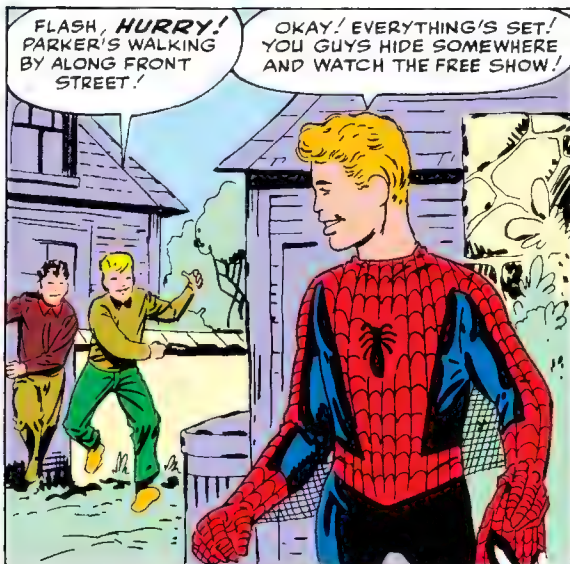


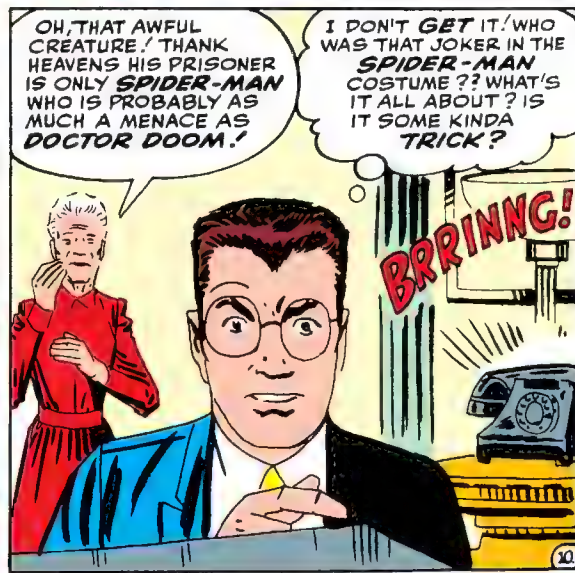
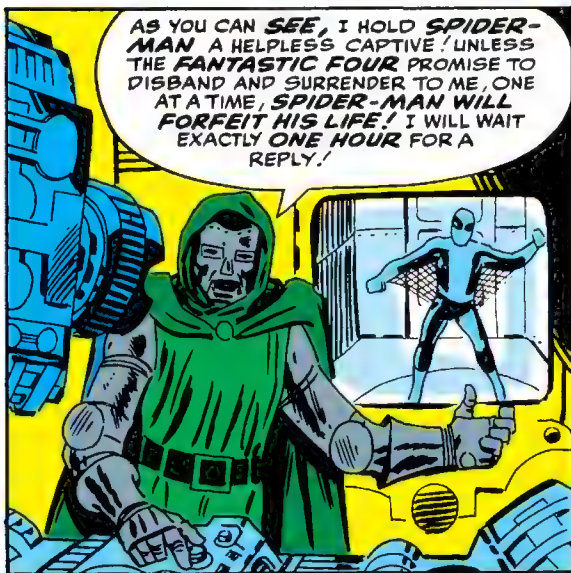
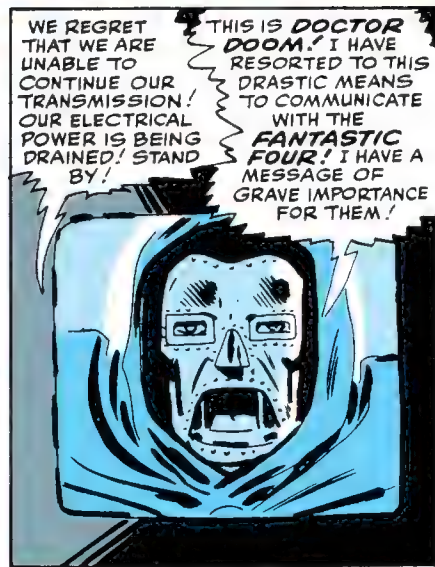
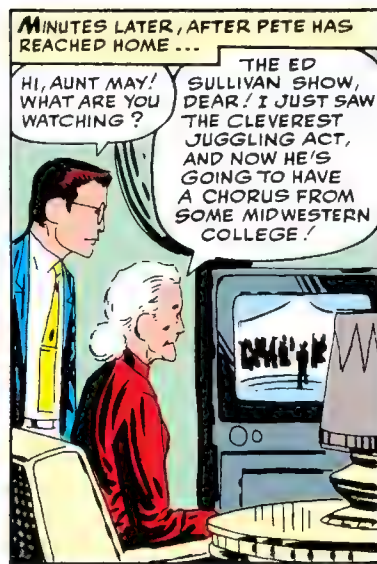
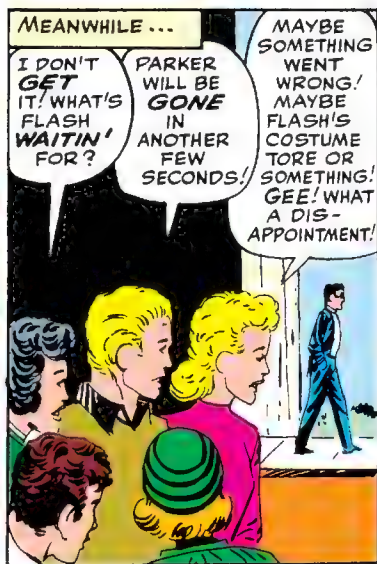
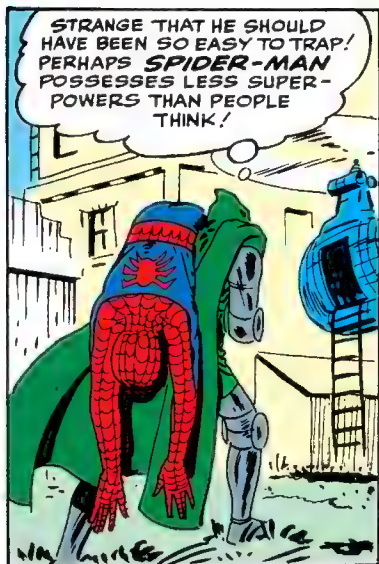


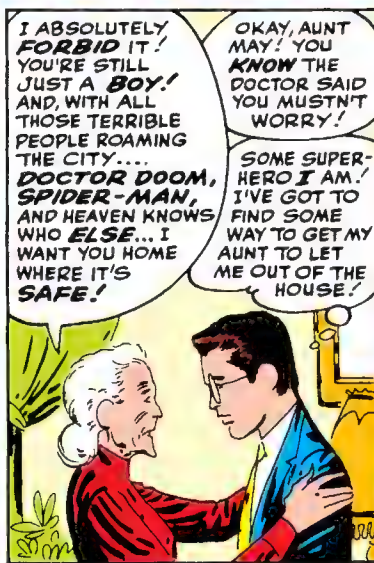
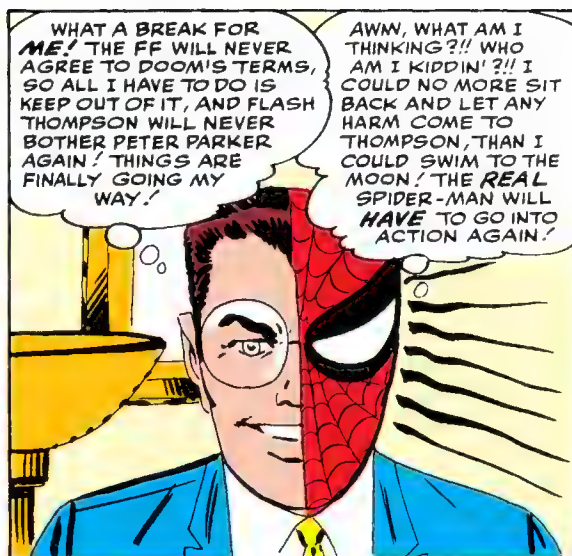


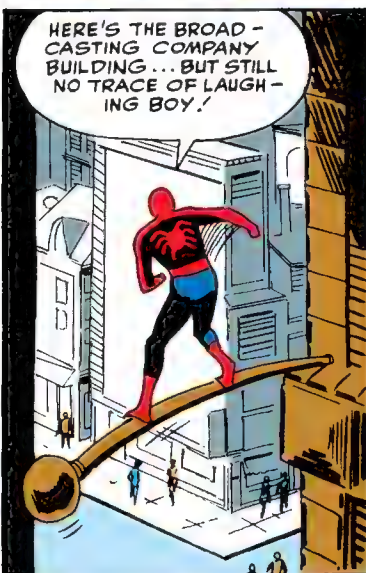
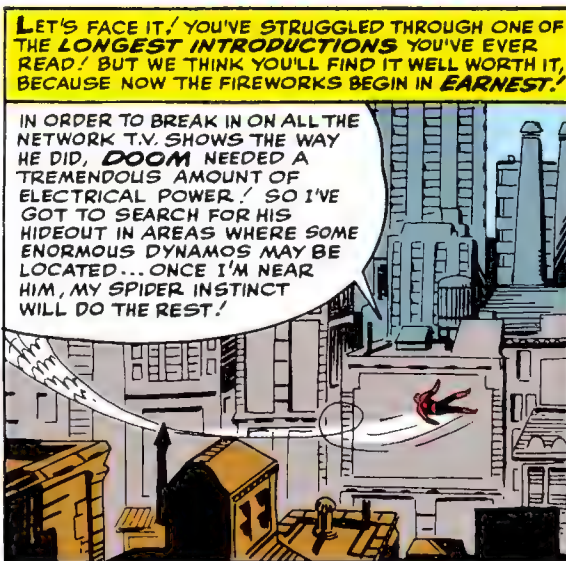
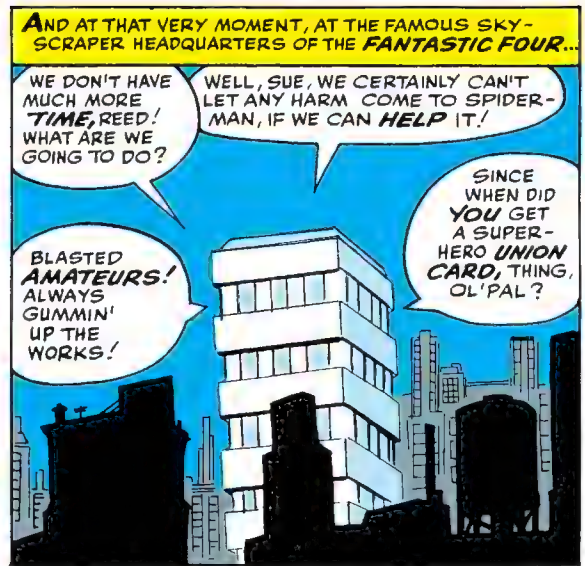
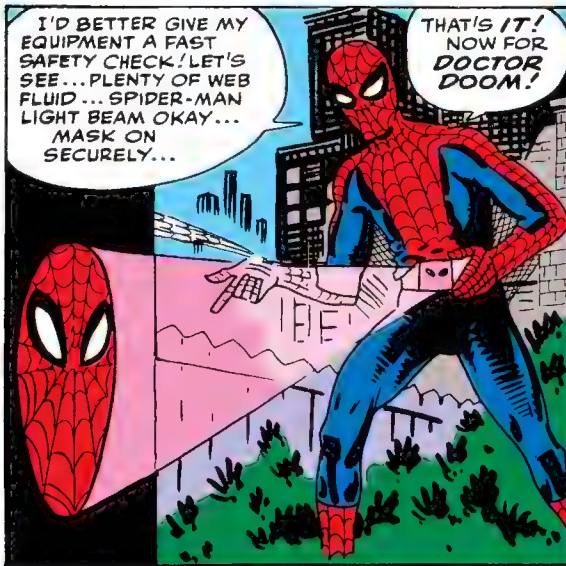


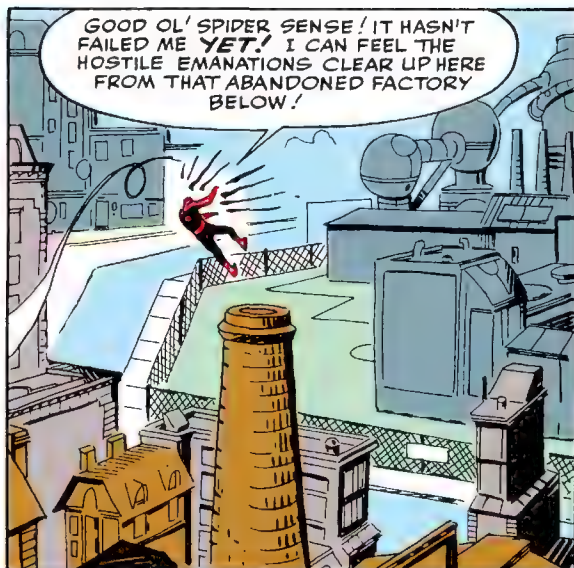




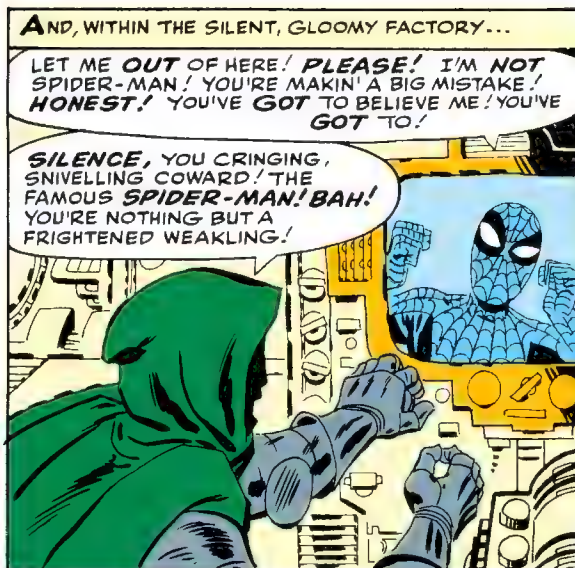








GOOD OL' SPIDER SENSE! IT HASN'T FAILED ME **YET!** I CAN FEEL THE HOSTILE EMANATIONS CLEAR UP HERE FROM THAT ABANDONED FACTORY BELOW!



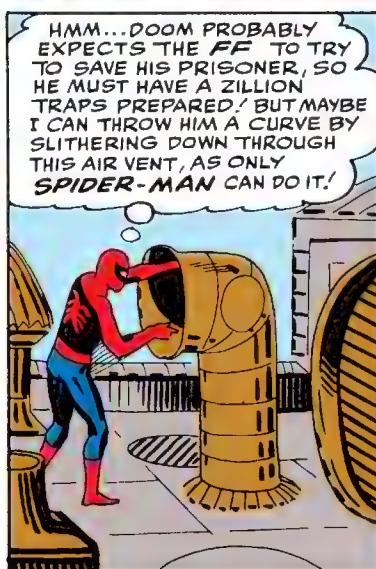
AND, WITHIN THE SILENT, GLOOMY FACTORY...

LET ME **OUT** OF HERE! **PLEASE!** I'M **NOT** SPIDER-MAN! YOU'RE MAKIN' A BIG MISTAKE! **HONEST!** YOU'VE GOT TO BELIEVE ME! YOU'VE GOT TO!

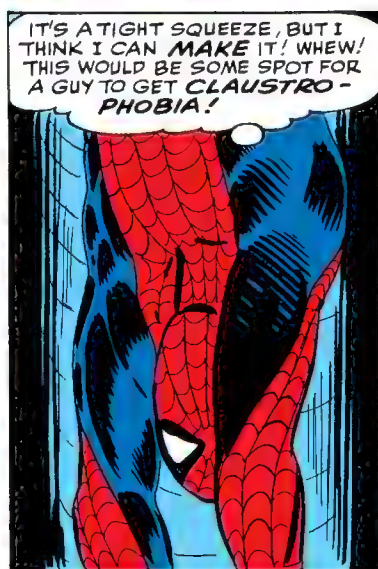
SILENCE, YOU CRINGING, SNIVELLING COWARD! THE FAMOUS **SPIDER-MAN!** **BAH!** YOU'RE NOTHING BUT A FRIGHTENED WEAKLING!



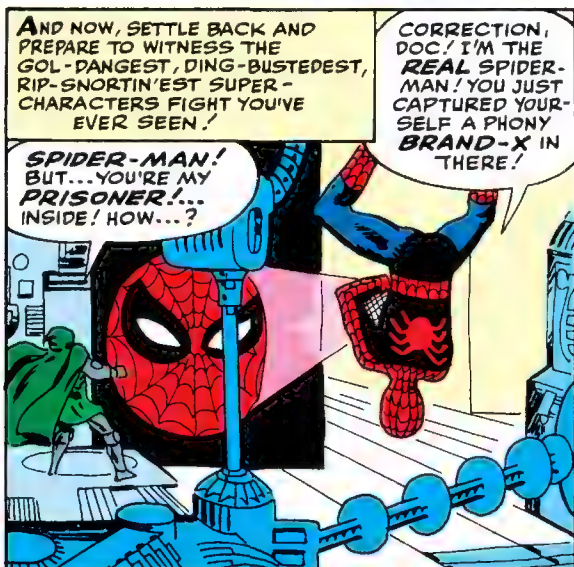
BUT YOU WILL **STILL** ENABLE ME TO GAIN MY OBJECTIVE! THE **FANTASTIC FOUR**, SPURRED ON BY THEIR STUPID GALLANTRY, WILL NOT FAIL TO ATTEMPT YOUR RESCUE! AND WHEN THEY COME, I SHALL DEFEAT THEM... COMPLETELY, IRREVOCABLY!



HMM...DOOM PROBABLY EXPECTS THE **FF** TO TRY TO SAVE HIS PRISONER, SO HE MUST HAVE A ZILLION TRAPS PREPARED! BUT MAYBE I CAN THROW HIM A CURVE BY SLITHERING DOWN THROUGH THIS AIR VENT, AS ONLY **SPIDER-MAN** CAN DO IT!



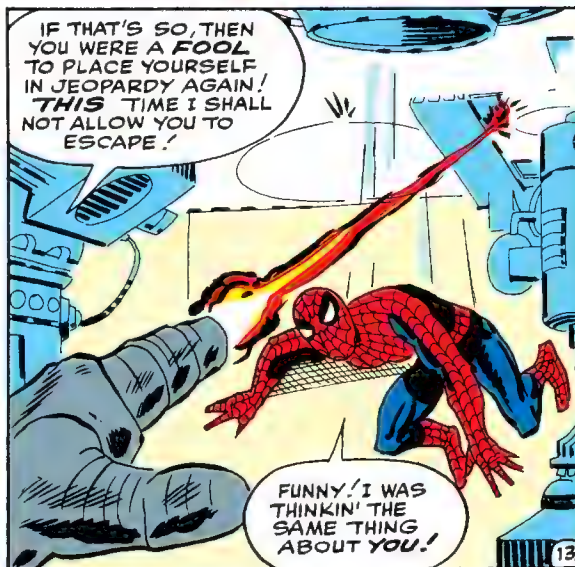
IT'S A TIGHT SQUEEZE, BUT I THINK I CAN **MAKE IT!** **WHEW!** THIS WOULD BE SOME SPOT FOR A GUY TO GET **CLAUSTRO-PHOBIA!**



AND NOW, SETTLE BACK AND PREPARE TO WITNESS THE GOL-DANGEST, DING-BUSTEDEST, RIP-SNORTIN'EST SUPER-CHARACTERS FIGHT YOU'VE EVER SEEN!

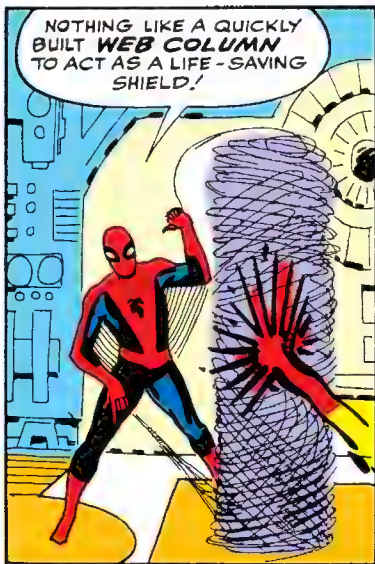
SPIDER-MAN! BUT...YOU'RE MY **PRISONER!**... INSIDE! HOW...?

CORRECTION, DOC! I'M THE **REAL** SPIDER-MAN! YOU JUST CAPTURED YOURSELF A PHONY **BRAND-X** IN THERE!

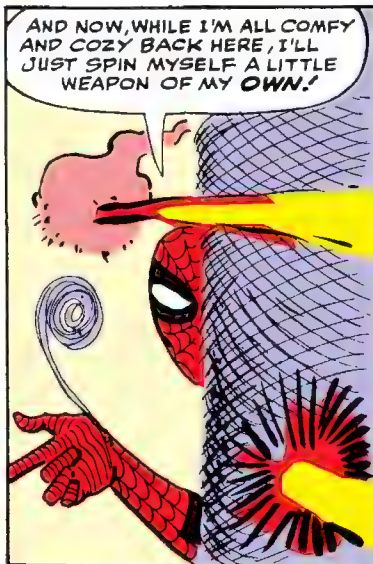


IF THAT'S SO, THEN YOU WERE A **FOOL** TO PLACE YOURSELF IN JEOPARDY AGAIN! **THIS** TIME I SHALL NOT ALLOW YOU TO ESCAPE!

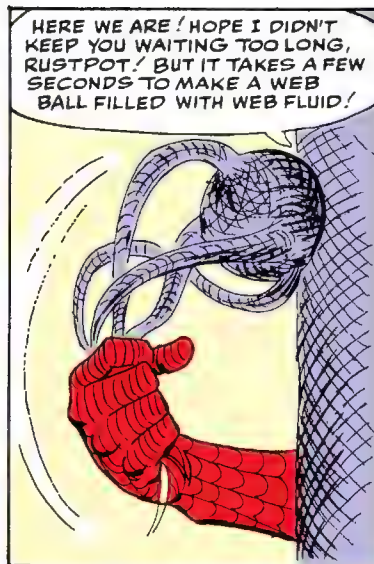
FUNNY! I WAS THINKIN' THE SAME THING ABOUT YOU!



NOTHING LIKE A QUICKLY BUILT **WEB COLUMN** TO ACT AS A LIFE-**SAVING SHIELD!**



AND NOW, WHILE I'M ALL COMFY AND COZY BACK HERE, I'LL JUST SPIN MYSELF A LITTLE WEAPON OF MY **OWN!**

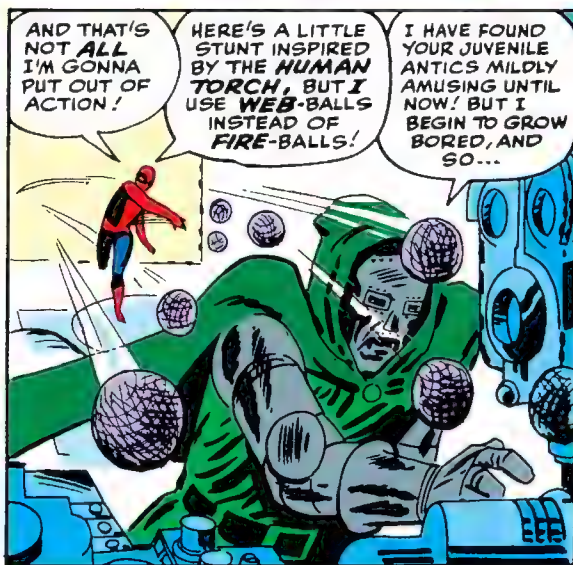


HERE WE ARE! HOPE I DIDN'T KEEP YOU WAITING TOO LONG, **RUSTPOT!** BUT IT TAKES A FEW SECONDS TO MAKE A **WEB BALL** FILLED WITH **WEB FLUID!**



YOU'VE GOT TO ADMIT **ONE** THING, THOUGH... IT'S A GREAT WAY TO TEACH SOMEONE THAT IT ISN'T POLITE TO **POINT!**

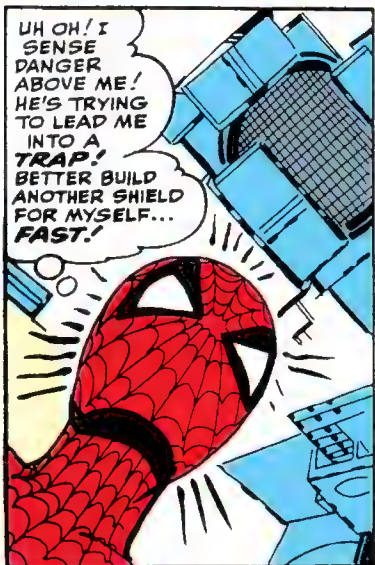
VERY CLEVER, SPIDER-MAN! YOU HAVE TEMPORARILY PUT MY FINGER-BLASTER OUT OF ACTION!



AND THAT'S NOT **ALL** I'M GONNA PUT OUT OF ACTION!

HERE'S A LITTLE STUNT INSPIRED BY THE **HUMAN TORCH**, BUT I USE **WEB-BALLS** INSTEAD OF **FIRE-BALLS!**

I HAVE FOUND YOUR JUVENILE ANTICS MILDLY AMUSING UNTIL NOW! BUT I BEGIN TO GROW **BORED**, AND **SO...**



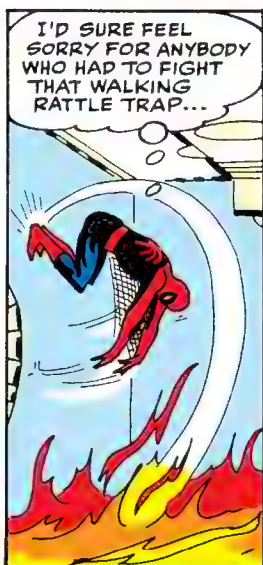
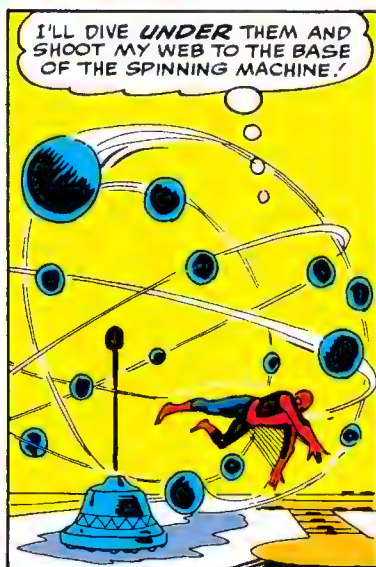
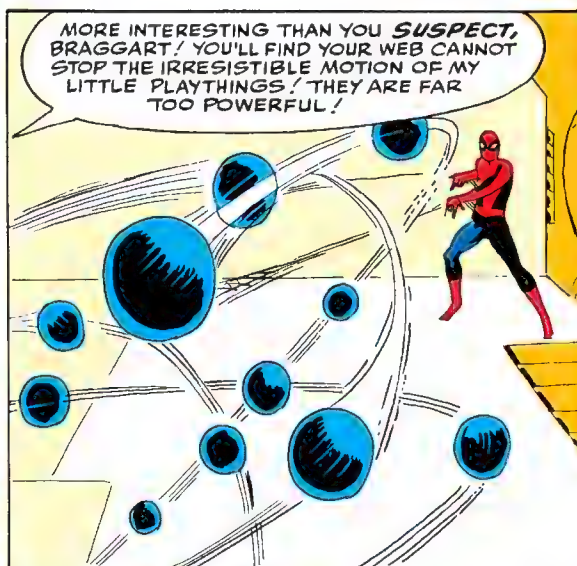
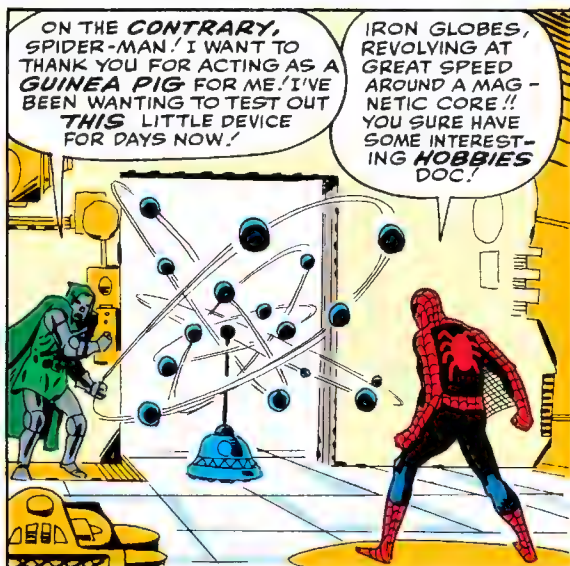
UH OH! I SENSE DANGER ABOVE ME! HE'S TRYING TO LEAD ME INTO A **TRAP!** BETTER BUILD ANOTHER SHIELD FOR MYSELF... **FAST!**

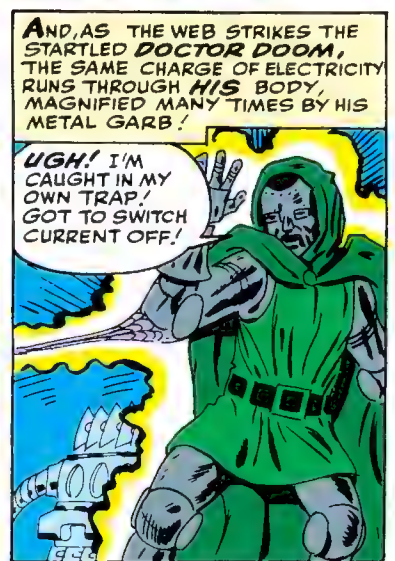
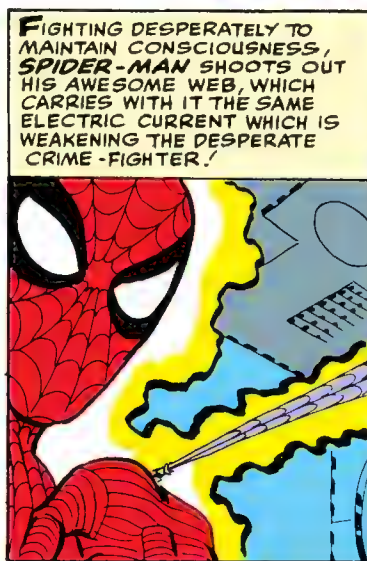
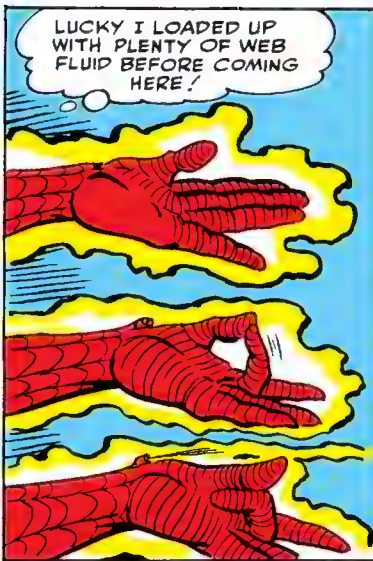
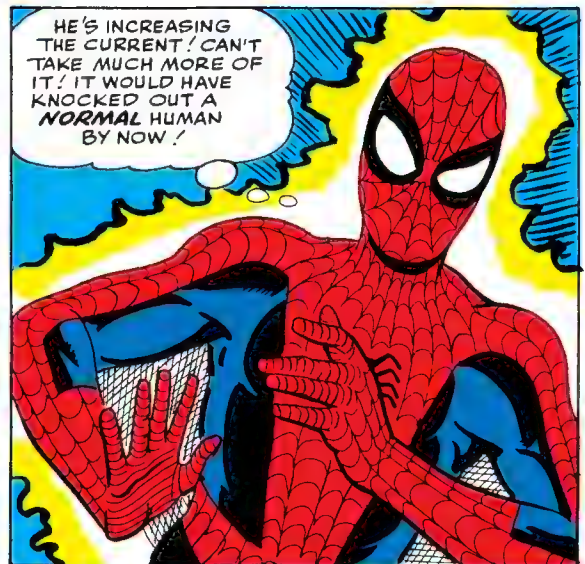


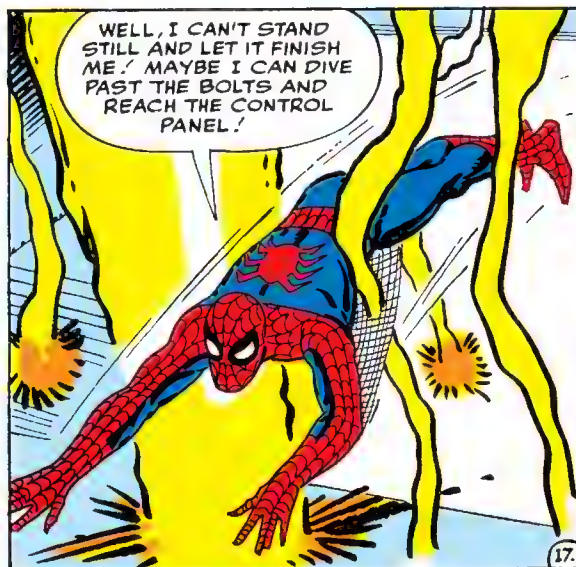
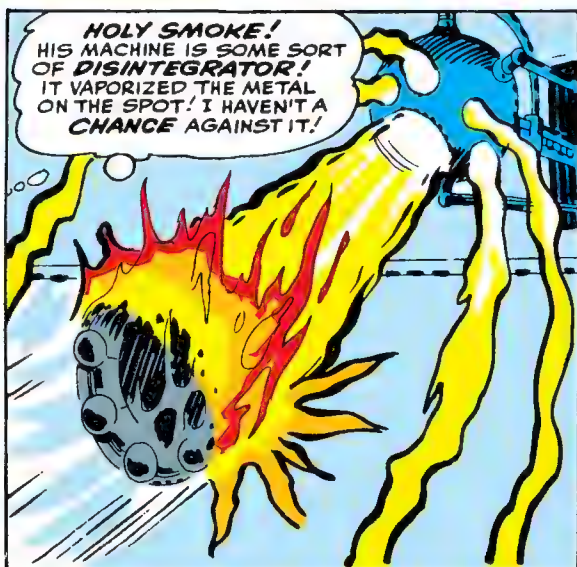
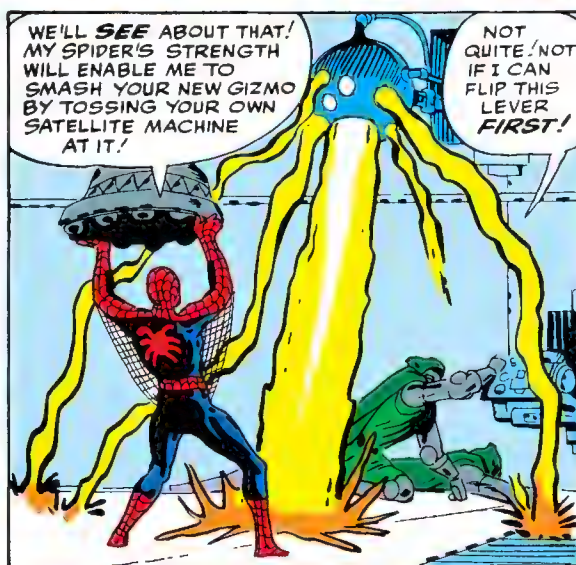
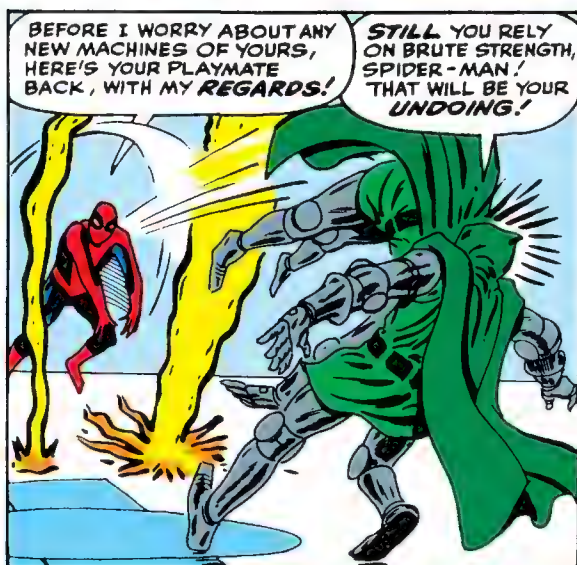
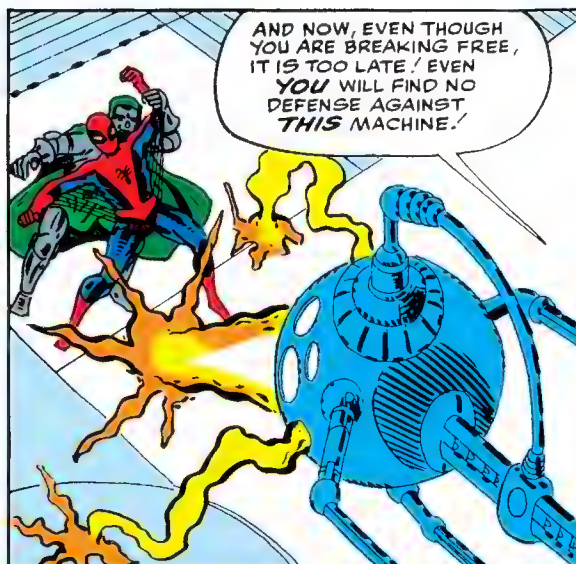
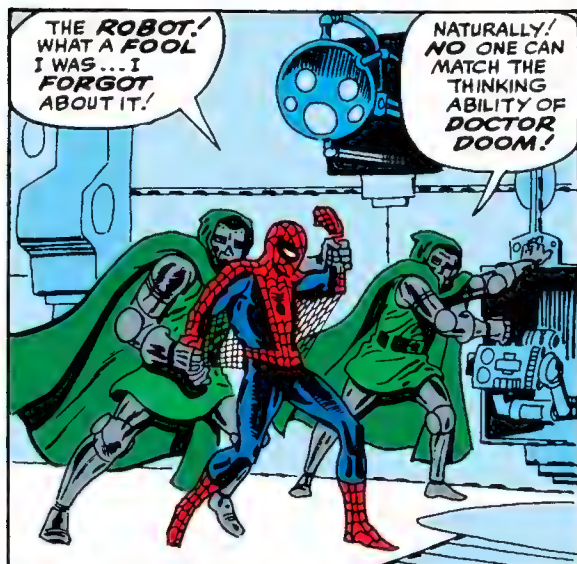
JUST IN TIME! THAT FALLING LIQUID IS TURNING INTO **ICE** ON CONTACT! IT MIGHT HAVE FROZEN ME **SOLID!**



WELL, A MISS IS AS GOOD AS A MILE. READY TO TALK **TURKEY** YET, **DOOM??**



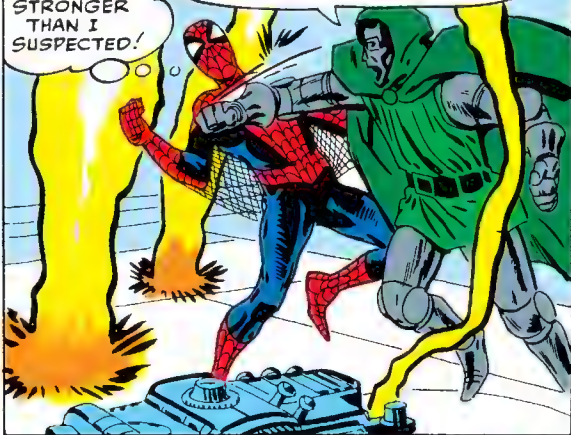




AND THEN, AS THE DEADLY BOLTS FROM THE AWE - SOME MACHINE FLICKER AROUND THEM, THE TWO MIGHTY FOES BATTLE FOR THEIR LIVES!

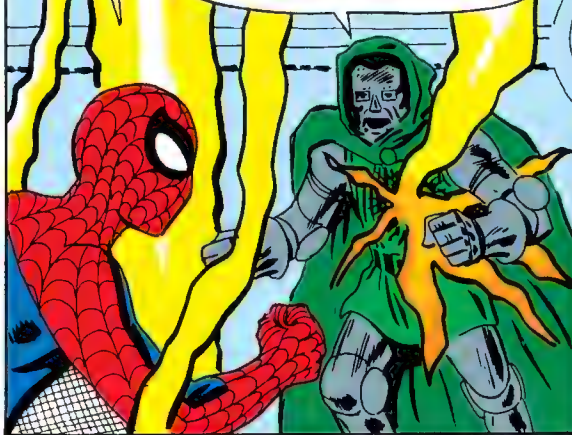
UGH! HE... HE'S EVEN STRONGER THAN I SUSPECTED!

DIDN'T YOU THINK I EXPECTED YOU TO TRY THAT?

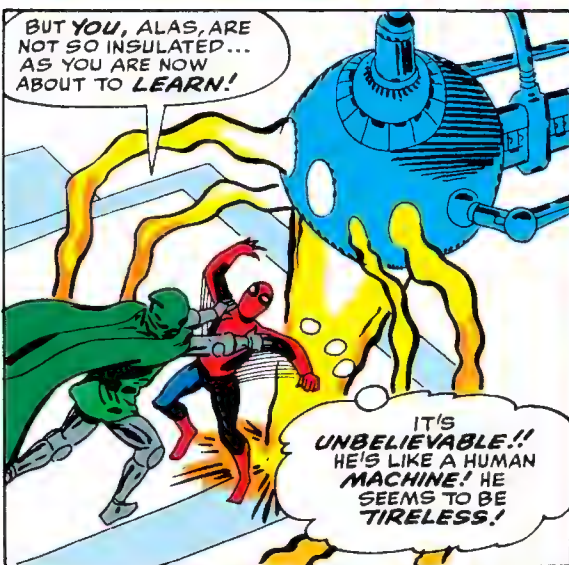


THAT BOLT! IT STRUCK YOU! BUT...

BUT WHAT? DID YOU THINK I'D EXPOSE MYSELF TO MY OWN WEAPON WITHOUT TAKING PRECAUTIONS ??? I'M INSULATED AGAINST THESE BOLTS... THEY CANNOT HARM ME!

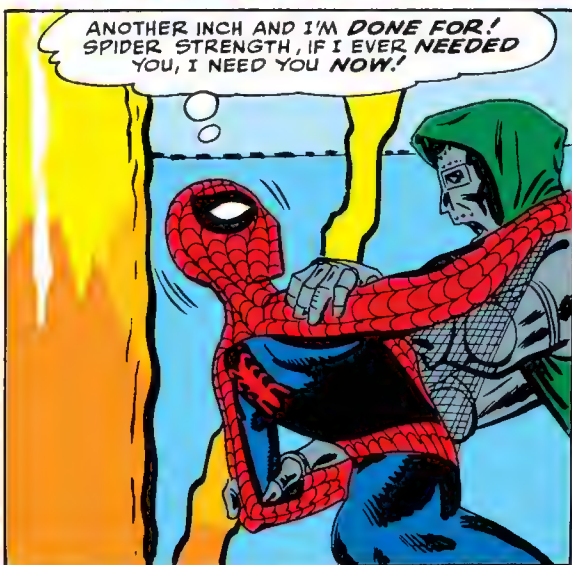


BUT YOU, ALAS, ARE NOT SO INSULATED... AS YOU ARE NOW ABOUT TO LEARN!

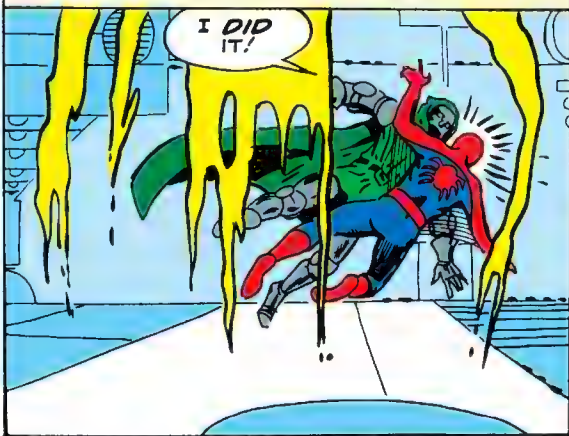


IT'S UNBELIEVABLE!! HE'S LIKE A HUMAN MACHINE! HE SEEMS TO BE TIRELESS!

ANOTHER INCH AND I'M DONE FOR! SPIDER STRENGTH, IF I EVER NEEDED YOU, I NEED YOU NOW!

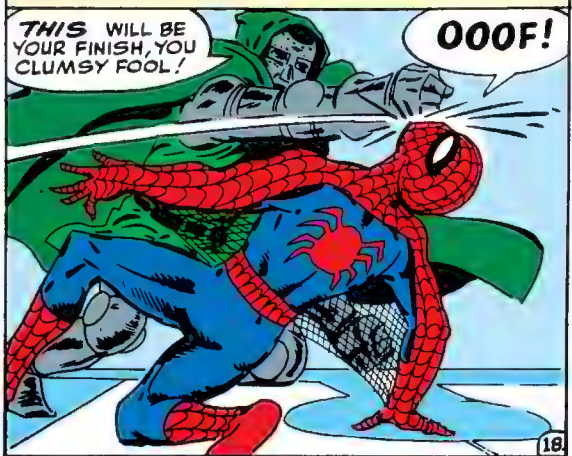


EXERTING EVERY LAST BIT OF POWER CONTAINED IN A SUPER-HUMAN BODY, THE AMAZING SPIDER-MAN, EXECUTING ONE LAST MANEUVER, MANAGES TO TWIST SUDDENLY SO THAT BOTH FIGURES SPRAWL AGAINST THE CONTROL PANEL, HALTING THE DEADLY, DISINTEGRATING BOLTS!



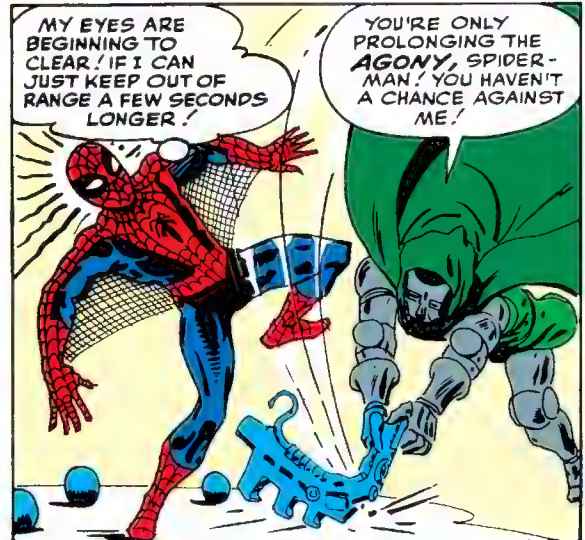
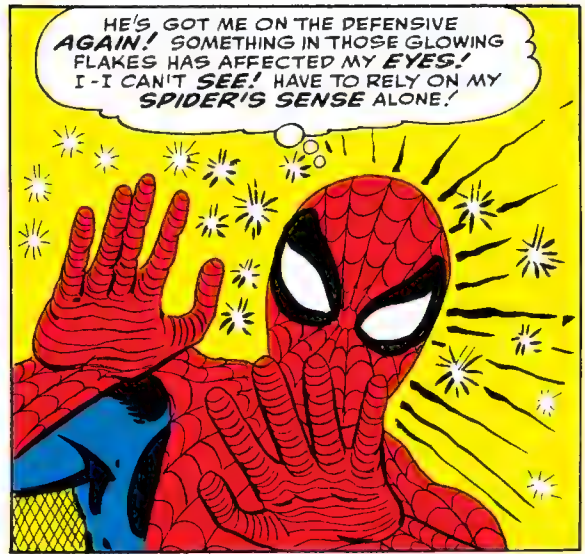
I DID IT!

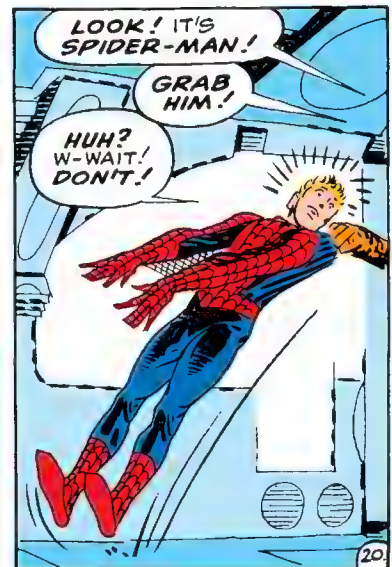
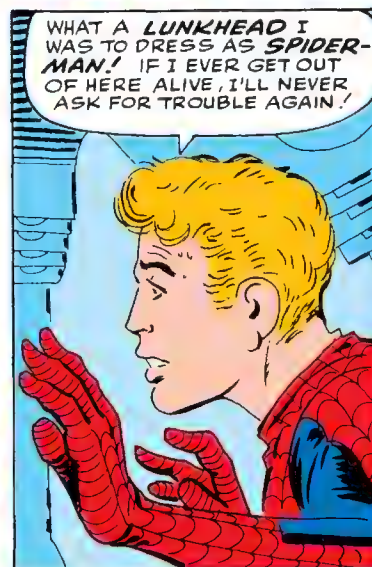
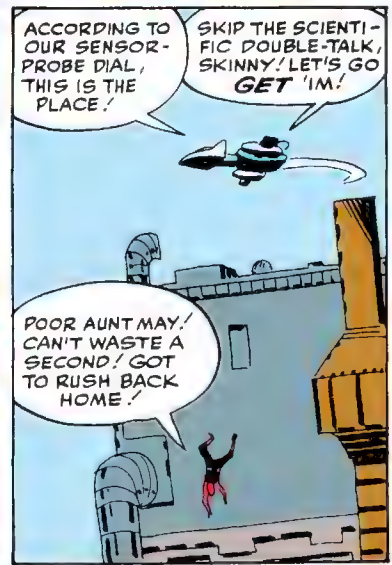
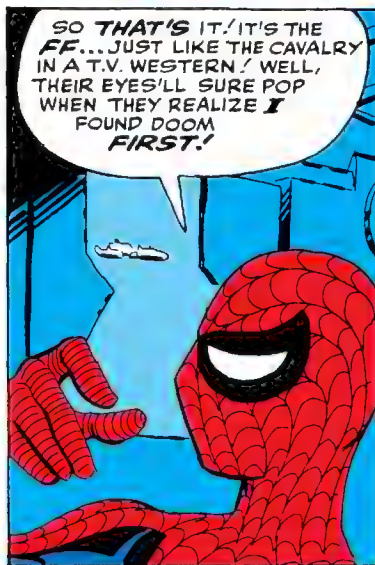
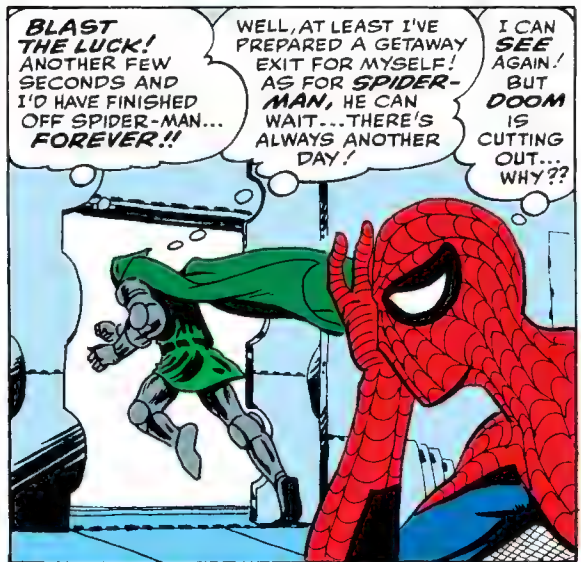
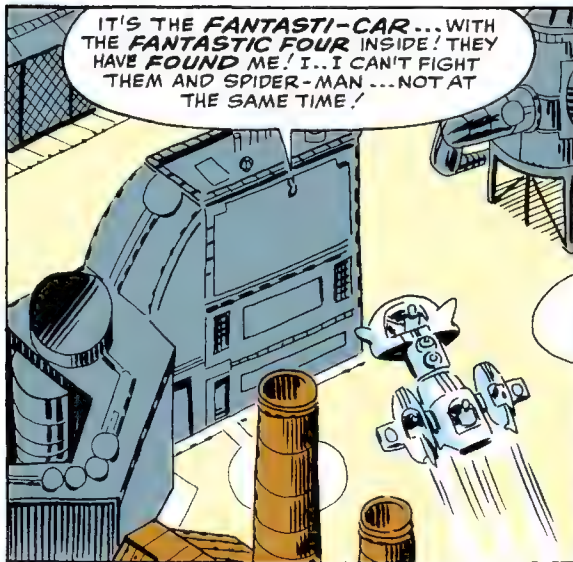
BUT, ON THE VERGE OF EXHAUSTION DUE TO HIS HERCULEAN EFFORT, SPIDER-MAN CANNOT PREVENT HIS OLDER, MORE EXPERIENCED ADVERSARY FROM REGAINING HIS BALANCE FIRST AND STRIKING THE INITIAL BLOW!

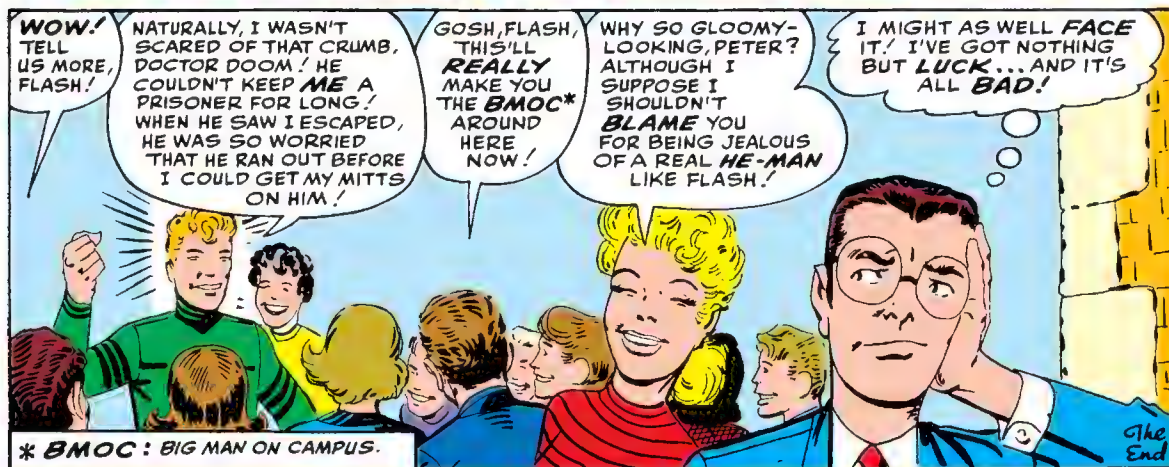
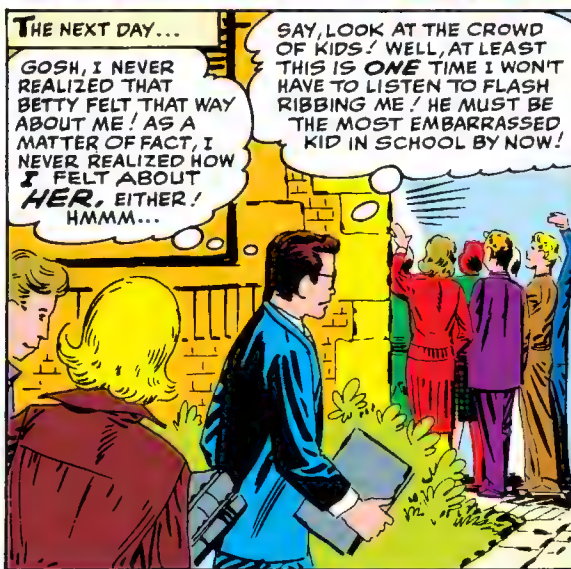
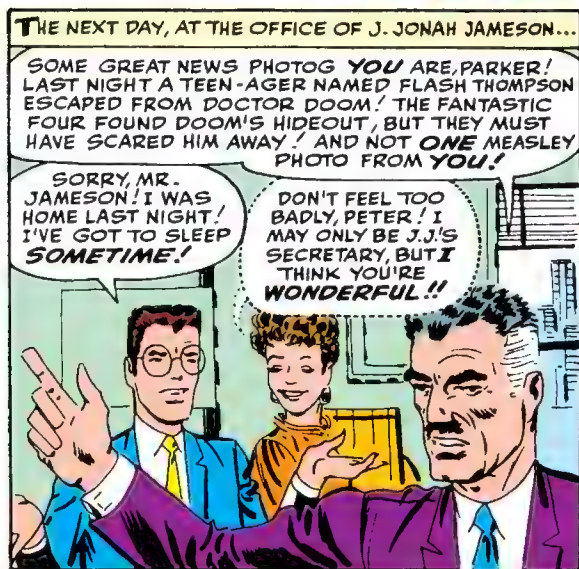
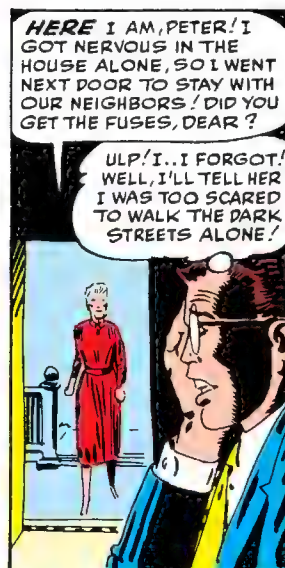


THIS WILL BE YOUR FINISH, YOU CLUMSY FOOL!

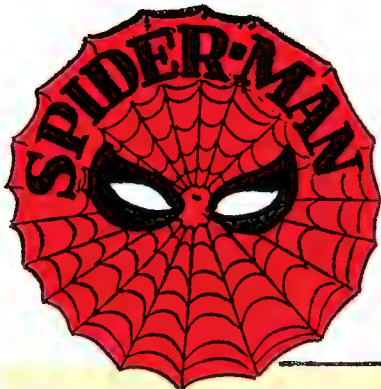
OOOF!







THANKS TO YOUR OVERWHELMING RESPONSE TO PETER PARKER'S OFF-BEAT ADVENTURES, **SPIDER-MAN** IS NOW PUBLISHED **MONTHLY!** DON'T BE A JOHNNY-COME-LATELY! RESERVE YOUR COPY OF THE SENSATIONAL ISSUE #6 AT YOUR NEWSDEALER **NOW!** YOU WON'T WANT TO MISS THE NEW SUPER-VILLAINS, SUPER-ADVENTURES, AND SUPER-SURPRISES IN STORE FOR YOU!



SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve:

Subject: Amazing Spider-Man #3.

Opinion: The Greatest!

Yep, that's right! I've just finished reading Spider-Man #3 for the fourth time and have come to the previous conclusion. Dr. Octopus is the most original villain I've seen in my four years of comics reading. The guest appearance of the Human Torch came unexpectedly. His speech not only raised Spider-Man's hopes, but it encouraged me, too. One complaint, though—on page 10, panel 6, you have Dr. Octopus thinking, "The security police aren't apt to notice an extra pipe or two up on the ceiling." That's just like him saying, "The security police aren't apt to notice an extra former atomic scientist up on the ceiling." The two spectacular Spider-Man versus Dr. Octopus battles were well handled. My brother and I, after reading one of your comics, analyzed it. From our studies we have found: 1) Too many of your villains are formerly "the greatest atomic scientists in the country." 2) You put in many instances, much more wording into the captions than the actual panels. 3) Your villains use too formal language for a hectic situation. 4) Many of your heroes (Sgt. Fury, for example) give the inexperienced reader the impression that they are inhuman rough-necks. A good example is the cover of Sgt. Fury #1. It depicts him saying, "Keep movin', you lunkheads! Nobody lives forever! So get out the lead and follow me! We got us a war to win!" If all of your stories are as good as #3 you'll go a long way.

Richard Cohen
722 E. 102nd St.
Brooklyn 36, N. Y.

Correction, Dick! Sgt. Fury said "Get the lead out—" not "Get out the lead—"! See, if we want to find fault with YOUR material—! But, thanks for an interesting letter, R. C.

Dear Stan and Steve:

Congratulations on SPIDER-MAN #3!! It was a great issue and I thought it surpassed your other comics by far. I, for one, do not like these "book-length" stories that you are putting out, except in the FANTASTIC FOUR. SPIDER-MAN should have at least two stories per issue in order to give us a little more variety. I guess ever since that horrible year of 1954, when the crime books were at their peak and the Comics Code came in, you publishers either haven't had a chance to put out a good "robbery" story or else the readers like the super-villain better. Your SPIDER-MAN is both a human-interest story and an exciting book to read. I am against your new titles inside. They are so small and insignificant that I barely noticed them. I suggest that you use a much larger title. Steve Ditko is my favorite artist. He has a very good, but weird style that is hard to copy. The action scenes were the best I've ever seen in SPIDER-MAN or any of your magazines (all of them) is that your company has some pretty bad inkers for the fine quality of pencil artists you have. If this matter were cleared up, I am certain that your company would soon climb to the top. One last thing about Ditko's art—he just can't draw feet right!! They look

out of shape and flat. I don't want to hear collectors calling my favorite hero a "flatfoot"—do you??? It's good that you have Peter Parker using his other talents once in a while for a change from his spider powers. This is the first hero that I've seen that is ridiculed by his school-mates and uses his knowledge of chemistry as a weapon. Also, it's nice that you have a "poor" boy with powers unlike all those crazy millionaires that have been floating around for years. I greatly enjoyed your SPIDER-MAN Pin-up Page. It's the first I've seen that gave a really big picture of my hero. John Duffy is one of your best letterers. In fact, there isn't anything that I don't like about the whole book. It's tremendous, colossal, stupendous, and on the whole—just plain marvelous! This gives a slight impression of how I feel about "Spt" and your entire company!!!

Dan Fleming
430 Beach Street
Ottawa, Kansas

You've mentioned so many points, Dan, that we don't know WHICH to comment about! But, we have a hunch some of our readers will have quite a bit to say about your opinions. As for us, we're delighted that you, and our other perceptive readers, take such a keen interest in our Marvel mags.

Dear Stan and Steve:

Stan, you have struck again. If I thought the first Spider-Man tale was good, I should have waited till the second and third. WOW, and a few more for flavor! The only thing I truly regret is that Steve Ditko's art distorted the Four to the point where it was agony to this dyed-in-the-wool-Four fan to see them. Spider-Man he can do well—I honestly can't picture him any other way—but the others! I suggest any more feature appearances be made by S-M (Sub-Mariner's initials?) in other magazines.

Paul Moslander
1206 31 Avenue
San Mateo, Calif.

We have a hunch there'll be a number of guest appearances in our various mags, employing our different heroes, because judging by your letters, it's something which most of you fans enjoy. Some future guest shots will be announced beforehand, while some will be sprung on you unexpectedly! So keep watching!

Dear Stan and Steve:

What a story you put out for the SPIDER-MAN #3 magazine! The strangest foe of all time—DOCTOR OCTOPUS! Boy, you fellas weren't kidding! He's terrific! One thing about your villains: They're all so interesting that any one of them could be featured in a mag of his own! Where do you ever think up your stories? They're all so different, and there's never a let-down! You may have guessed by now—you're my favorites!

Richard Jankowski
47 New York Ave.
Dunkirk, N. Y.

What do you MEAN where do we think up our stories??? Haven't we convinced you that they're all TRUE? Anyway, we thank you for your enthusiasm, and our villains thank you too!

CONTINUED...

Dear Stan and Steve:

To get to the point, needless to say, you've got a hit on your hands! Please, no more shocks like the last one. What do I mean by shock? I'll tell you. I went out to the store one day looking for new comics, and here's what I found: 1) SPIDER-MAN #1 with guest stars, the Fantastic Four—great. 2) FANTASTIC FOUR #12 with the Hulk—great. 3) STRANGE TALES #106 with the F.F. I fainted right there on the spot!

Sid Wright
Worcester, Mass.

Not before paying your twelve cents, we hope!

Dear Stan and Steve:

Spider-Man #2... who's coming up with the great villains all of a sudden!? Not that I don't like super-powerful villains like Sub-Mariner and super geniuses like Doc Doom, but I like a good "gimmick" hero, too, like the Vulture. The bit about Jameson paying off the person he hates the most is a great one; let's have more of it. However, what happens if Jameson decides that Parker should go out with one of his reporters to do a team story. As a matter of fact, it might not be a bad idea if that reporter was a girl (maybe even Jameson's daughter!) and she found out Spider-Man's secret ID. It would be quite a joke on Jameson to have his own daughter a secret ally of Spider-Man's. One little thing I noticed: so many characters have gloves as part of their costume, yet you never can figure out how they get rid of them when they're in their civilian identity. They make a switch and voila... the gloves are gone. I was glad to see the Spider-Man has met the problem! Steve-Ditko's art is improving tremendously. He draws swinging aliens. One thing I like about Spider-Man is your finally having a character who can actually fight the "Cotton-pickin'" bad guys. No one dares lay a glove on Thing, or Thor, or Iron Man. None of the others, except Spider-Man, are the type of hero to make use of their fists. Ditko does a pretty fair-to-middling job of fight scenes, too!

Steve Perrin
4420 Meadowlark Lane
Santa Barbara, Calif.

Fair-to-middling????! Boy, you'd probably say that MOZART was a pretty average composer, too!



Dear Stan and Steve:

Just finished reading SPIDER-MAN #3. It was great as usual. One small suggestion—why don't you have a page or even a half-page telling your readers when your comics will be going on sale? I would like to know when to visit my newsstand to buy your better than usual comics.

Cory Reed
Johnstown, Pa.

We appreciate your interest, and your suggestion, Cory. Our mags go on sale at different times depending when each individual store decides to put them on display. We'd only be able to give APPROXIMATE on-sale dates, and after you've followed a mag for a while, you'll probably have as good an idea when it goes on sale as we do.

Dear Stan and Steve:

I am an avid fan of the costumed super-heroes of all the companies, but Spider-Man is the best of all of them in my opinion. For one thing, he has no allies, the world hates him, his powers are unique, his costume is colorful, and his secret identity is really secret. His costume is excellent because I can appreciate the tough time you must have had drawing all the webs over him. The red and dark blue or black balance each other very well and his bright white eyes set in black fall into the suit's composition perfectly. The spider emblem lets everyone know that there is one and only one Spider-Man. I am glad Aunt May doesn't know her nephew is Spider-Man. Now many interesting situations may arise. Also, there are no shrimps helping him. Sure, Peter is a square, but if everyone knew he were Spider-Man, he would be a hero to his school chums and a target. Everything as far as his identity goes is fine with me. Finally, I want to start a Spider-Man Fan Club to promote him. I feel that he will become the most popular super-hero in years. There are many projects in planning, as an opinion page, a Spider-Man Fan Club book, and a member sheet. I need quite a few members for these projects, and with a nation-wide fan club, the results would be terrific.

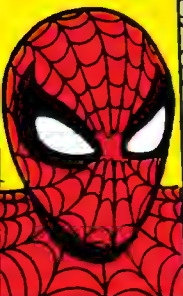
David Coleman
217 Kenwood Ave.
Rochester 11, N. Y.

You've got our blessing, Davey boy—just so long as YOU handle the mail and not US!

SPECIAL ANNOUNCEMENT SECTION:

- **ITEM ONE:** Guest appearance info! SPIDER-MAN is really in the limelight this month, guest-starring in two Marvel Comics Group annuals! The first is STRANGE TALES ANNUAL, in which SPIDER-MAN is featured with the fiery HUMAN TORCH, in an 18-page thriller-diller! Then, before the smoke clears, you'll find him also in the FANTASTIC FOUR ANNUAL in a tale which shows him in the kind of action you fans have been clamoring for!
- **ITEM TWO:** News from Marvel! By now you've probably heard of our latest super-hero title—the X-MEN! We here at Marvel are especially anxious for your opinions on the first issue of X-MEN, for we honestly believe it is destined to become one of the most talked about teams in comics mag history! Also, have you seen the big, action-packed first issue of the AVENGERS?—It stars some of your all time favorites—IRON MAN, THOR, ANT-MAN, and, more powerful than ever, the incredible HULK. Yes, they're all together in one book-length tale, in the now-famous Lee-Kirby style!
- **ITEM THREE:** This month's Marvel line-up! Look for these great features on your newsstands this month: FANTASTIC FOUR #19: The FF take a trip thru time to solve the macabre mystery of the Sphinx! TALES OF SUSPENSE #46: IRON MAN faces a foe who was specially trained to defeat him—the CRIMSON DYNAMO! STRANGE TALES #113: The HUMAN TORCH meets a super-villain you'll never forget—the PLANTMAN! TALES TO ASTONISH #48: Not to be outdone, ANT-MAN and the WASP come up against the most original foe of all—the spectacular human PORCUPINE! And, in J.R.N.Y. INTO MYSTERY #96, THOR is menaced by a foe whose magic power exceeds his own—the mad MERLIN! So, if you get the feeling that this is a good month for Marvel super-heroes—you're RIGHT!
- **ITEM FOUR:** A final word from Stan and Steve: We want to thank you for making SPIDER-MAN the smash success of the year! We promise to do our best to continue to merit your loyalty and to keep SPIDER-MAN the greatest, most original, most exciting super-hero of all!

(Ed. note: SPIDER-MAN #6 goes on sale approximately Aug. 8. Ask your newsdealer to reserve your copy now!)



the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY
IND.

6
NOV.

MARVEL
COMICS
GROUP 12¢

WWW.MARVEL.COM

HALF-MAN... HALF-REPTILE...
THE LIZARD
WILL TAKE OVER ALL OF
EARTH UNLESS SPIDER-MAN
ALONE CAN STOP HIM!



THE MARVEL AGE OF COMICS IS HERE!

(c) 2009 Marvel Characters, Inc. All rights reserved.



"FACE-TO-FACE WITH... THE LIZARD!"

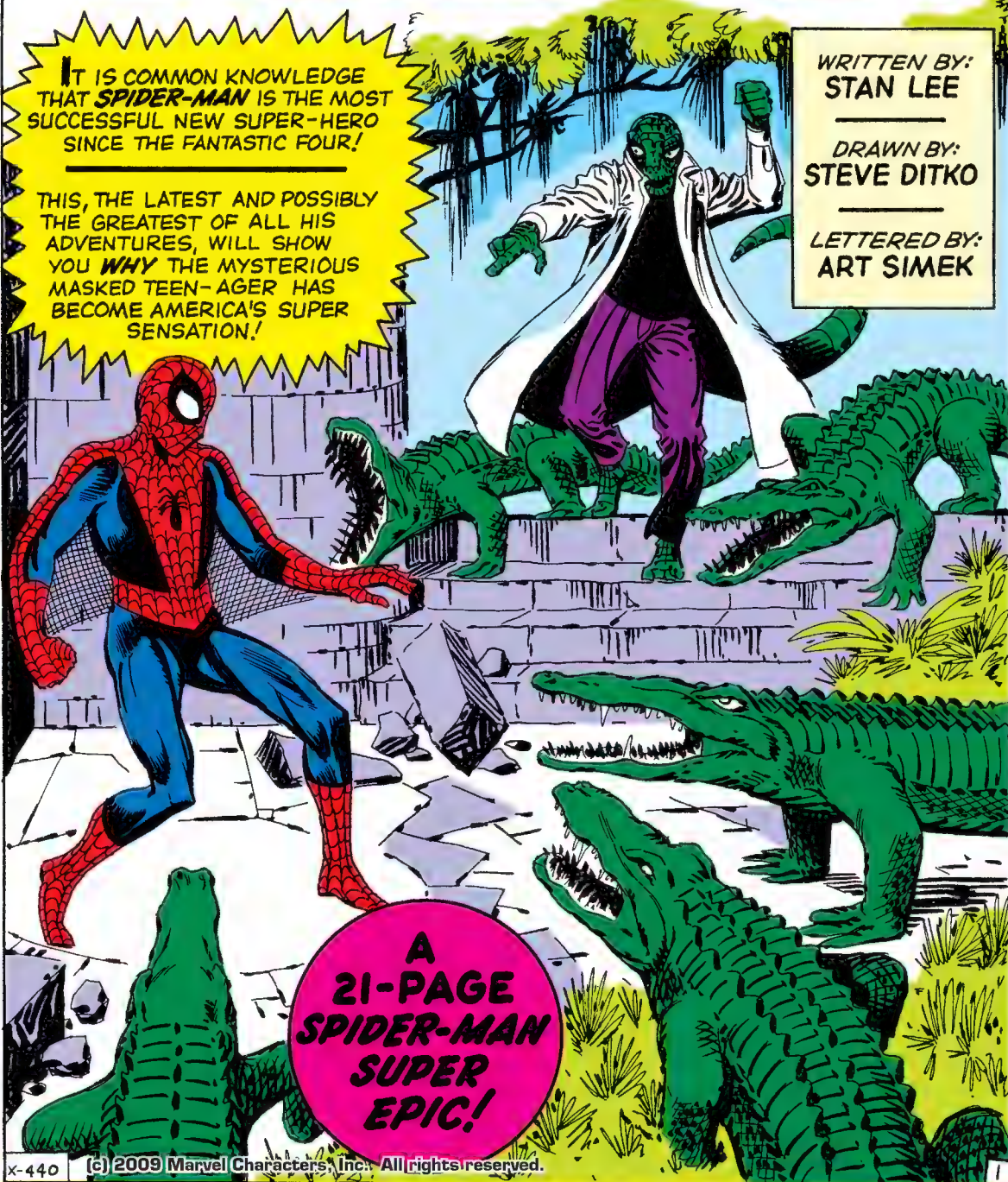
IT IS COMMON KNOWLEDGE THAT **SPIDER-MAN** IS THE MOST SUCCESSFUL NEW SUPER-HERO SINCE THE FANTASTIC FOUR!

THIS, THE LATEST AND POSSIBLY THE GREATEST OF ALL HIS ADVENTURES, WILL SHOW YOU **WHY** THE MYSTERIOUS MASKED TEEN-AGER HAS BECOME AMERICA'S SUPER SENSATION!

WRITTEN BY:
STAN LEE

DRAWN BY:
STEVE DITKO

LETTERED BY:
ART SIMEK



A
21-PAGE
SPIDER-MAN
SUPER
EPIC!

A SUPER-HERO IS NOTHING WITHOUT A SUPER-VILLAIN! AND, OUR LATEST SUPER-VILLAIN APPEARS, WITHOUT WARNING, IN THE MURKY SWAMPS OF FLORIDA'S EVERGLADES! THIS IS THE FIRST ENCOUNTER BETWEEN MAN--KIND AND--**THE LIZARD!**



BEGONE!! THIS SWAMP IS MINE!

WHA-WHAT IS IT?

A GIANT LIZARD! BUT--IT TALKS!

IT WALKS LIKE A MAN!

WHATEVER IT IS, IT'S **ATTACKING** US!! I'LL--**LOOK!** BULLETS DON'T STOP IT!



YOU DARE DEFY **THE LIZARD?** YOU'LL **PAY** FOR THAT FOLLY!

HE SNAPPED THAT HUGE TREE AS IF IT WERE CARDBOARD!

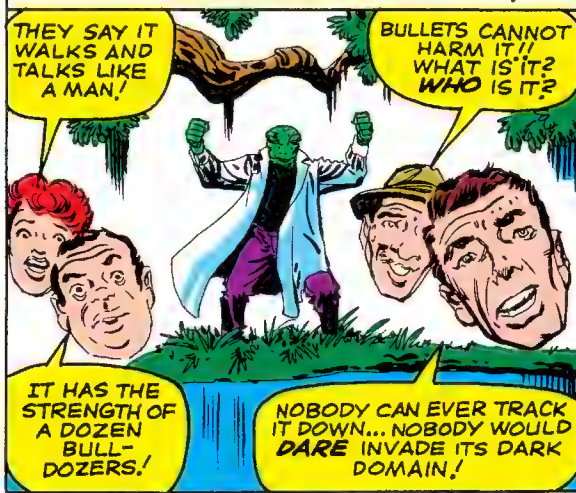
RUN! WE'VE GOT TO GET AWAY FROM HERE!

FLEE, PUNY HUMANS! THIS SWAMP IS MINE! HERE **THE LIZARD** REIGNS SUPREME!

BOY! HE DOESN'T HAVE TO TELL ME **TWICE!**



LIKE WILDFIRE, THE REPORTS OF THE HUMAN LIZARD SPREAD THRUOUT THE EVERGLADES... THE STATE... AND THE ENTIRE NATION!



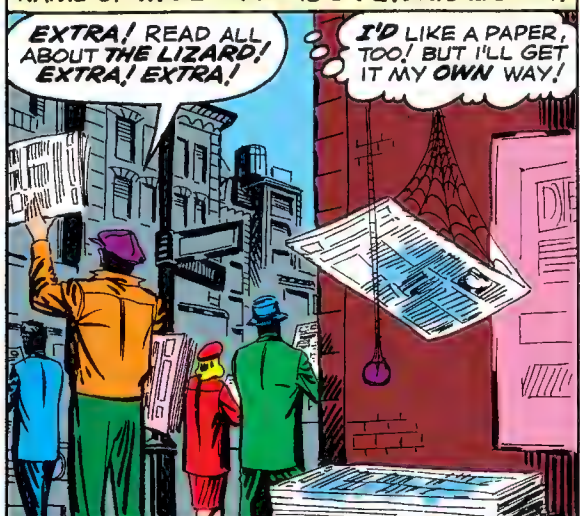
THEY SAY IT WALKS AND TALKS LIKE A MAN!

BULLETS CANNOT HARM IT!! WHAT IS IT? WHO IS IT?

IT HAS THE STRENGTH OF A DOZEN BULL-DOZERS!

NOBODY CAN EVER TRACK IT DOWN... NOBODY WOULD DARE INVADE ITS DARK DOMAIN!

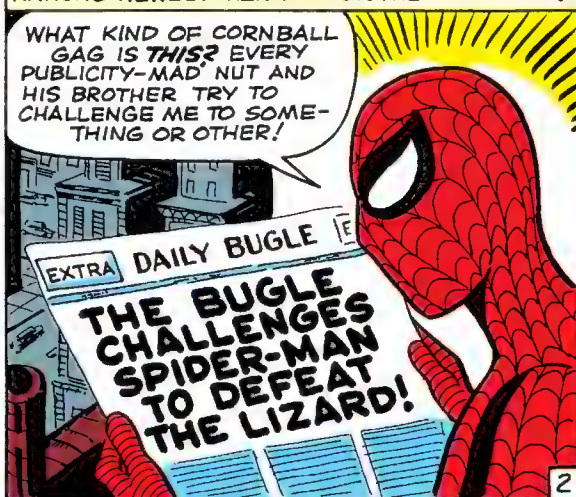
EVEN AS FAR NORTH AS NEW YORK, THE NAME OF **THE LIZARD** IS ON EVERYONE'S LIPS!



EXTRA! READ ALL ABOUT **THE LIZARD!** **EXTRA! EXTRA!**

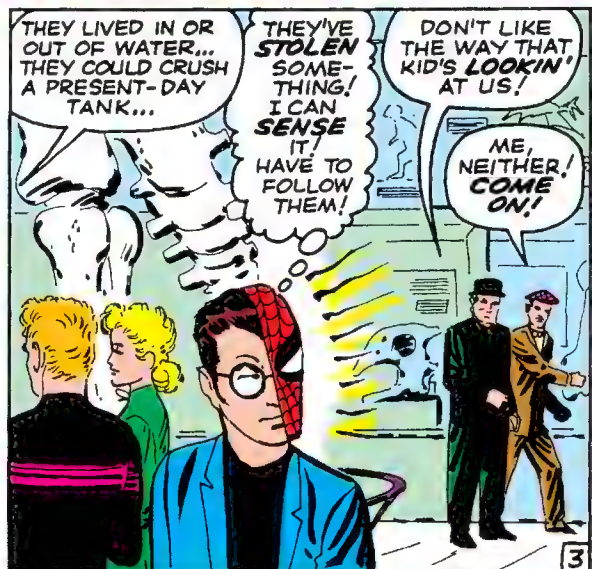
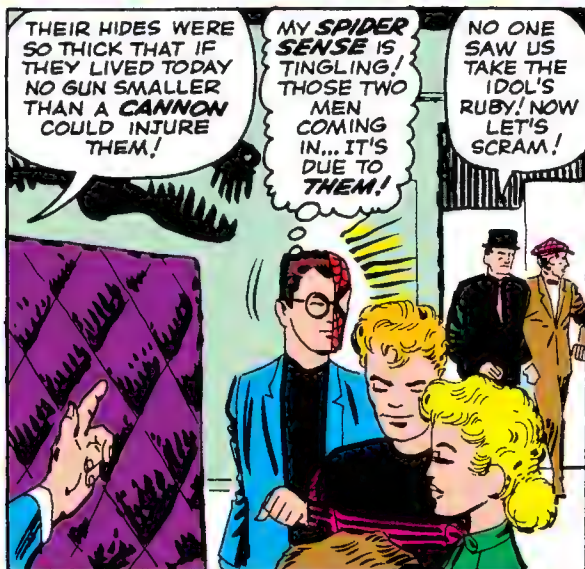
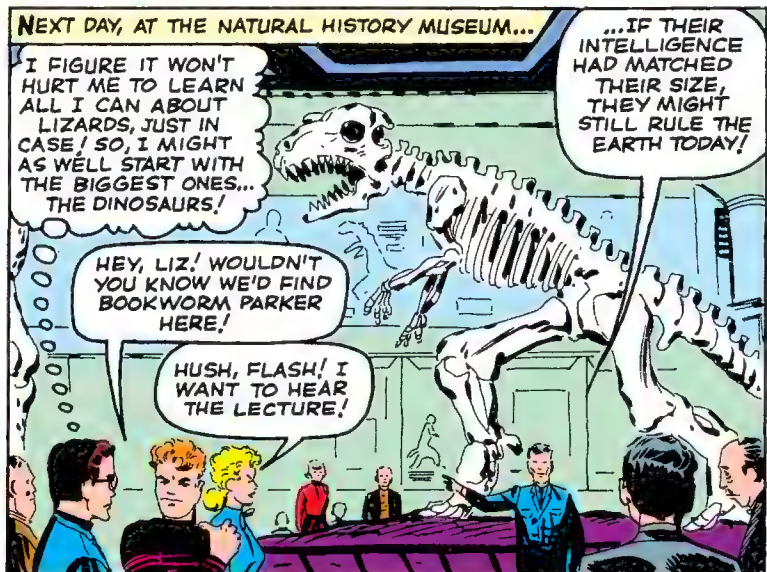
I'D LIKE A PAPER, TOO! BUT I'LL GET IT MY OWN WAY!

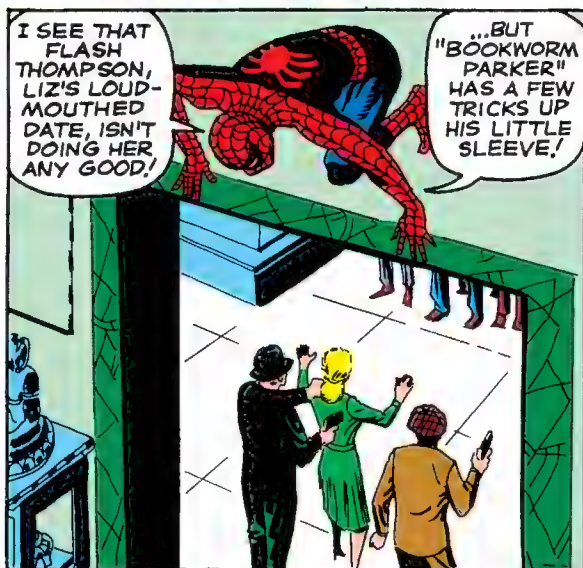
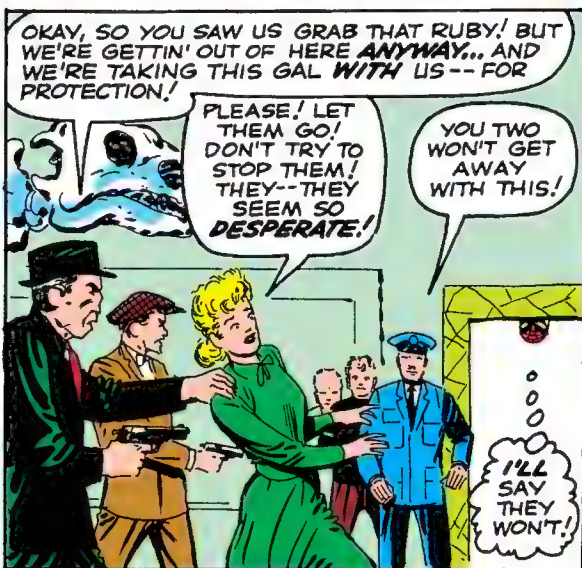
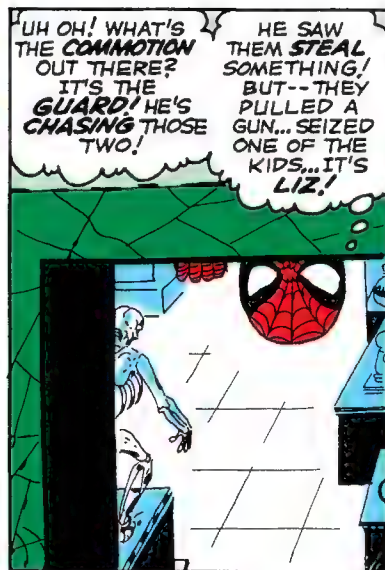
AND SO, QUIETLY--SECRETLY--AMERICA'S MOST MYSTERIOUS SUPER HERO LEARNS ABOUT THE NATION'S NEWEST MENACE FOR THE FIRST TIME!

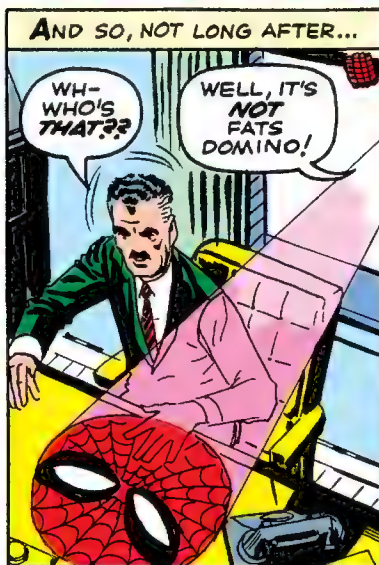
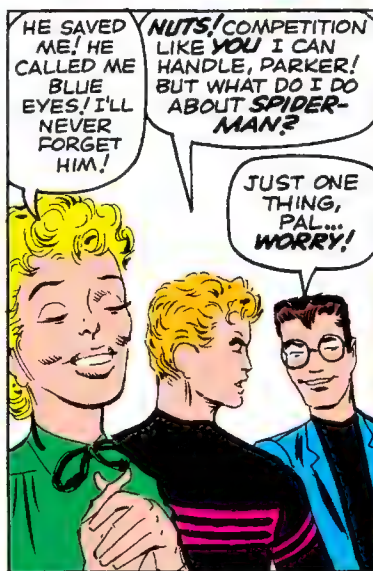
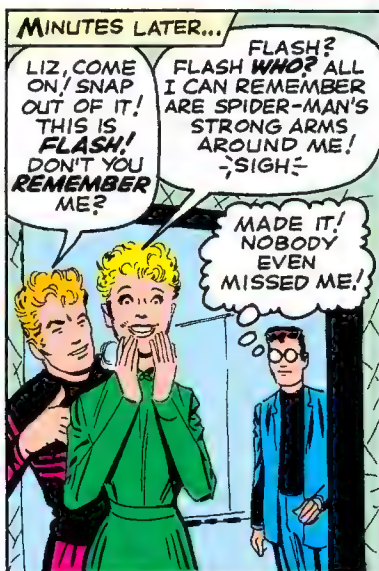


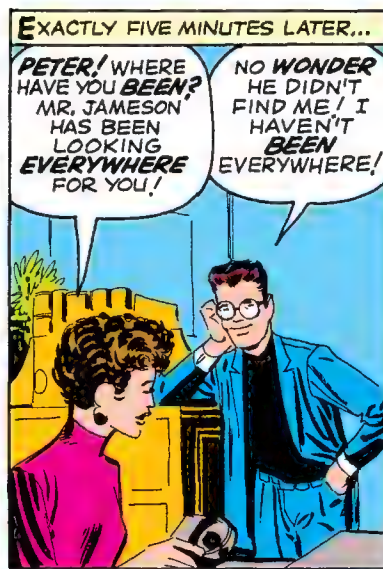
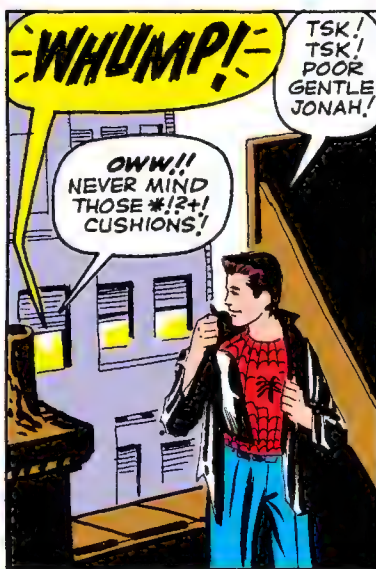
WHAT KIND OF CORNBALL GAG IS **THIS?** EVERY PUBLICITY-MAD NUT AND HIS BROTHER TRY TO CHALLENGE ME TO SOMETHING OR OTHER!

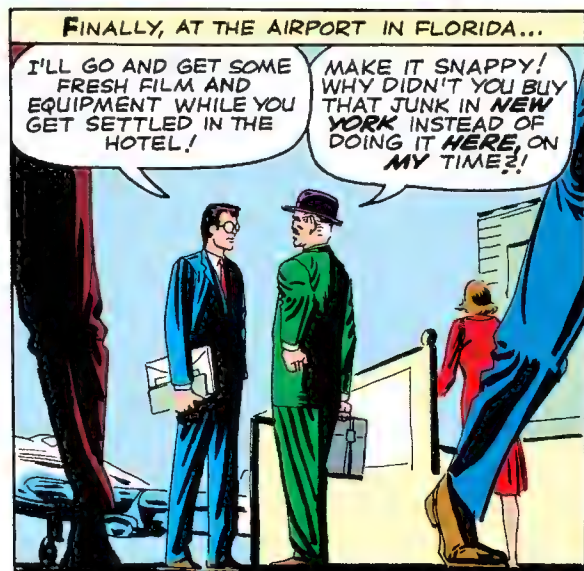
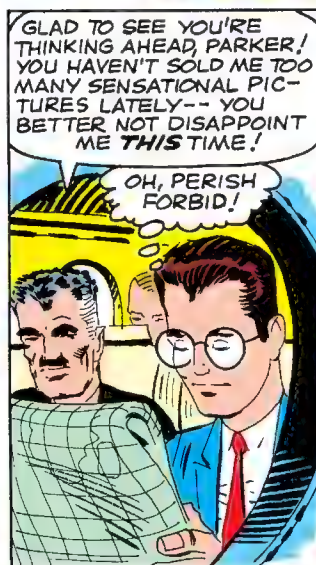
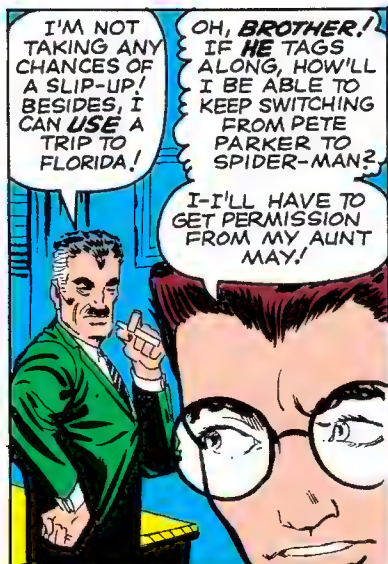
EXTRA DAILY BUGLE
THE BUGLE CHALLENGES SPIDER-MAN TO DEFEAT THE LIZARD!

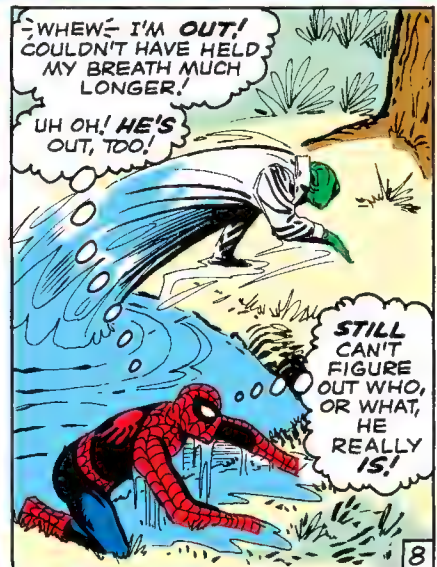
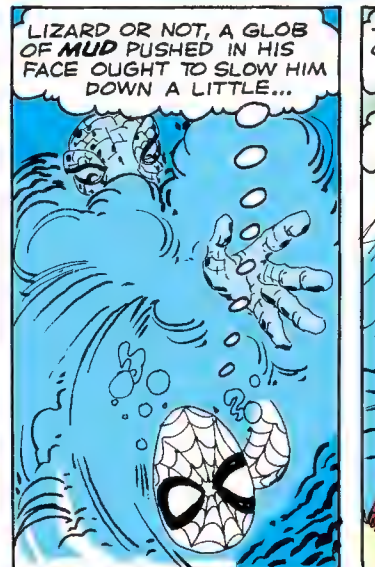


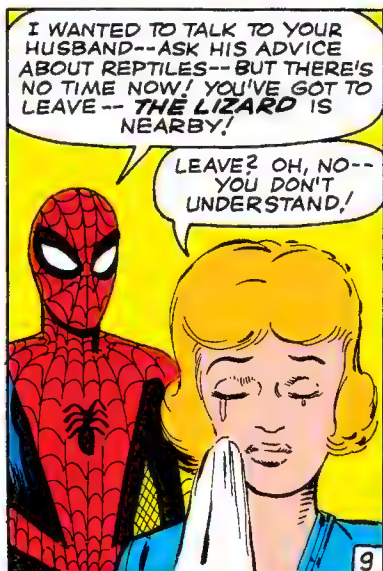
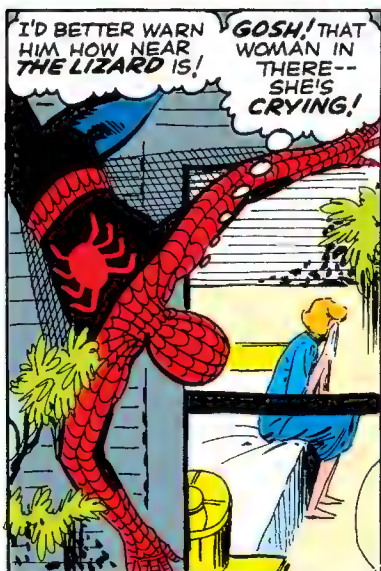
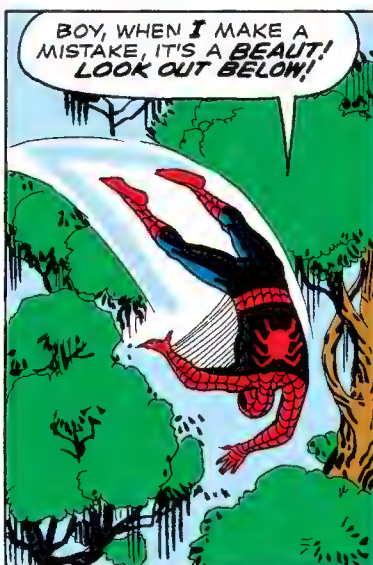
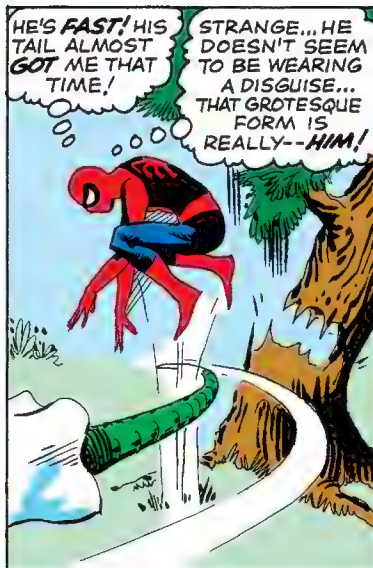


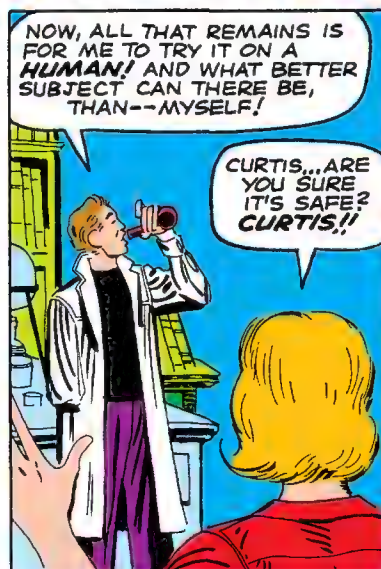
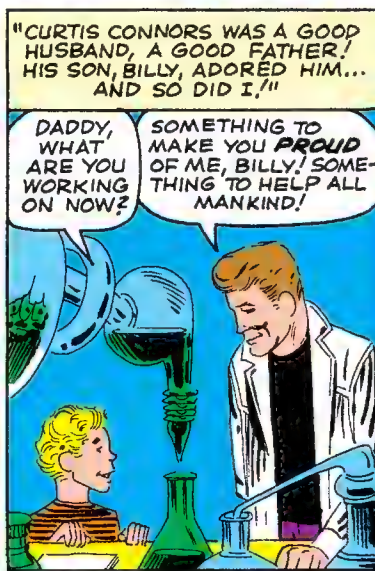
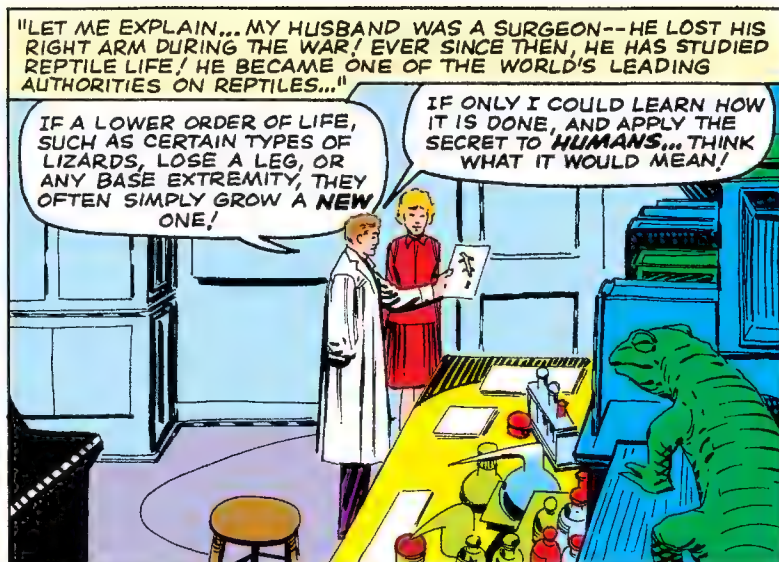


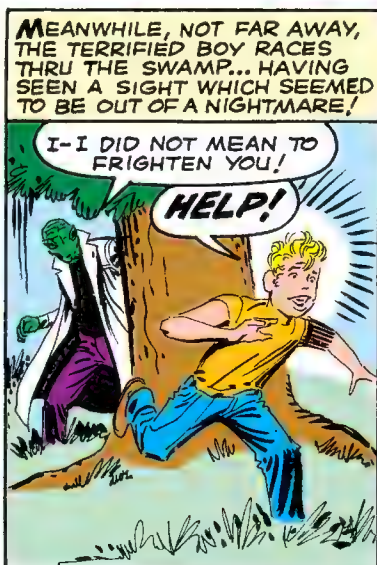
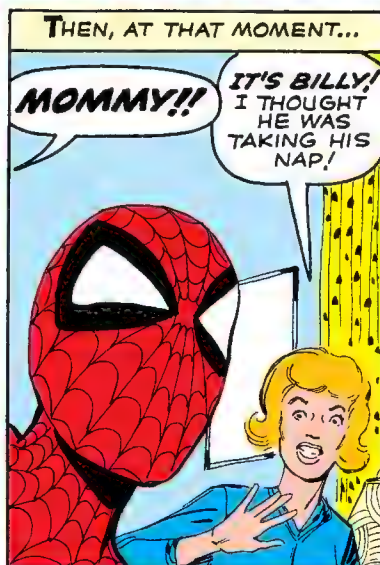




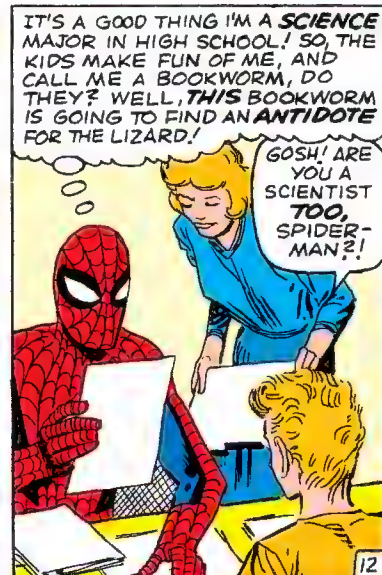
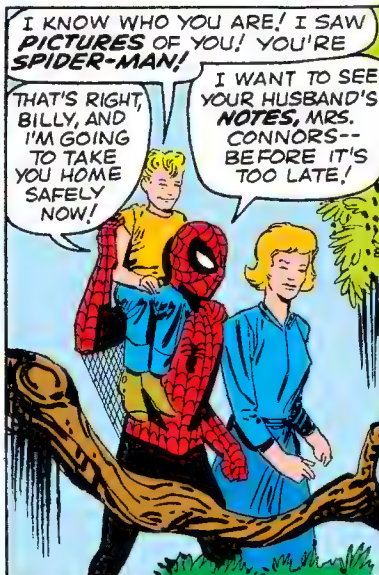
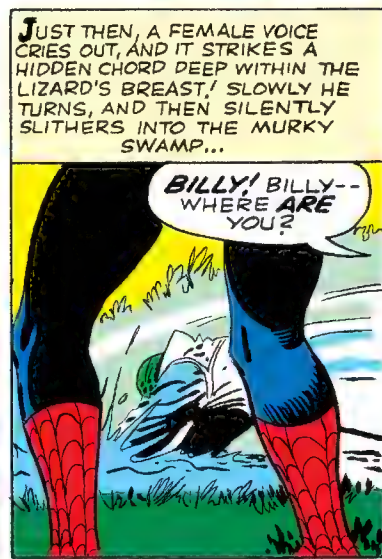


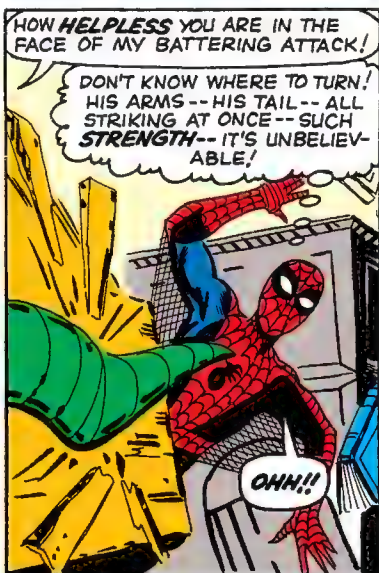
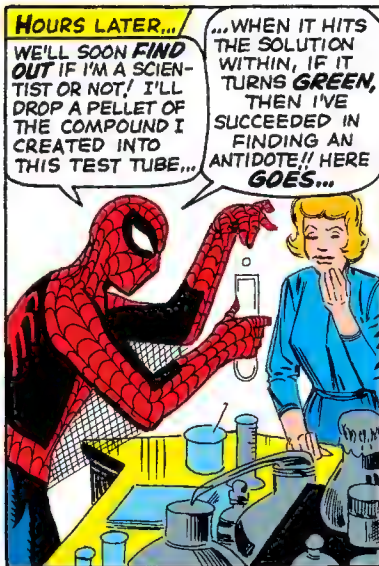






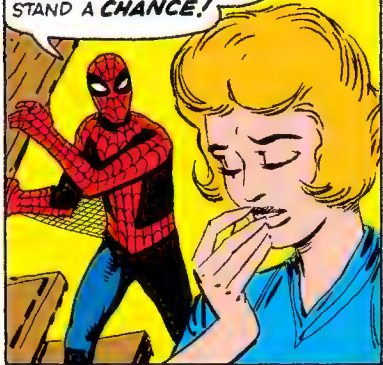
SUDDENLY, A COLORFUL, FAST-MOVING FIGURE SWINGS DOWN FROM ABOVE, AND...





IT IS NOT ONLY HIS **STRENGTH** THAT WAS AFFECTED, BUT HIS **BRAIN**! HE PLANS TO INJECT HIS SERUM IN GIANT LIZARDS, MAKING THEM LIKE **HE** IS... CREATING A SAVAGE, SUPER-POWERFUL **LIZARD ARMY**!

DO YOU REALIZE HOW **MANY** LIZARDS THERE ARE ON EARTH?? MANKIND WOULDN'T STAND A **CHANCE**!



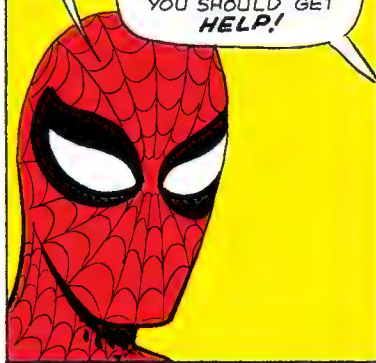
HE **MUST** BE STOPPED, QUICKLY, BEFORE HE CREATES THE **FIRST** SUPER-LIZARD! OTHERWISE, THEY WILL MULTIPLY TOO FAST TO **EVER** BE CHECKED!

HERE IS THE ANTIDOTE! BUT HOW WILL YOU GET HIM TO **DRINK** IT?



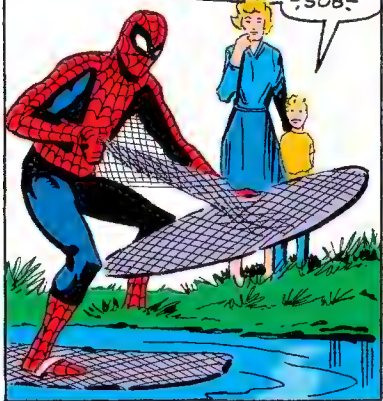
I DON'T KNOW YET, BUT THE FIRST THING I MUST DO IS TRACK HIM DOWN NOW! YOU AND YOUR SON REMAIN HERE... I DON'T THINK HE WILL RETURN!

HE IS **STRONGER** THAN YOU... AND HE HAS BECOME **RUTHLESS**! PERHAPS YOU SHOULD GET **HELP**!



THERE ISN'T **TIME** FOR THAT! WHATEVER MUST BE DONE, MUST BE DONE BY **SPIDER-MAN** ALONE! I'LL BUILD SOME WEB SWAMP-SHOES FOR MY FEET...

D-DON'T **HURT** HIM, SPIDER-MAN! HE'S STILL... MY **FATHER**! **SOB**...



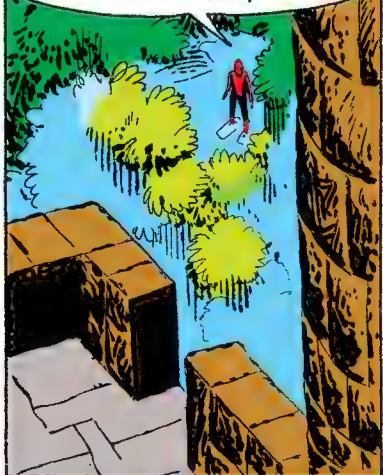
THE BOY IS **RIGHT**! BENEATH THE SAVAGE EXTERIOR OF THE **LIZARD**, IS A DECENT, TALENTED MAN! BUT HOW CAN I DEFEAT HIM-- AND SAVE **MYSELF**-- WITHOUT **HARMING** HIM??



LUCKILY, HIS TRAIL IS STILL RECENT ENOUGH FOR MY SPIDER-SENSE TO TRACK HIM! AND I CAN KEEP THESE SWAMP SNAKES AT BAY AS LONG AS MY **WEB FLUID** HOLDS OUT!



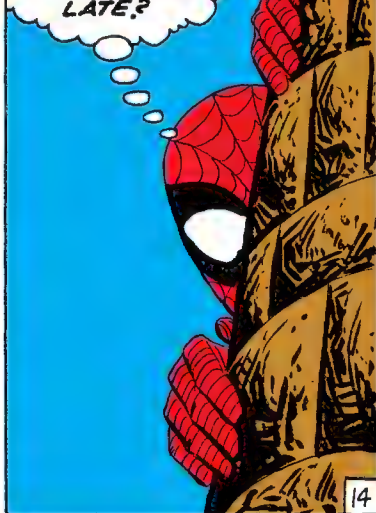
I SENSE HIM MORE CLEARLY THAN EVER NOW! HE MUST BE INSIDE THAT OLD, ABANDONED SPANISH FORT!



AND NOW... FOR THE **SHOWDOWN**!



THERE HE IS! BUT... AM I **TOO LATE**?



THE SCENE IS SO AMAZING, SO FRAUGHT WITH DRAMA, THAT SPIDER-MAN TAKES A FEW FAST PICTURES OF IT, AS HE FRANTICALLY TRIES TO PLAN HIS NEXT MOVE!

HE'S SURROUNDED BY HUGE ALLIGATORS! BUT THEY SEEM TO BE OBEIENT TO HIM!

AND NOW FOR OUR GREAT MOMENT, MY PETS...

WE SHALL BE THE **FIRST!** THE FIRST OF EARTH'S NEW RULERS! THE HUMANS WILL HAVE NO PLACE TO RUN...NO PLACE TO HIDE FROM **US!** FOR THE LIZARDS ARE PART OF THE REPTILE FAMILY, WHICH INCLUDES **YOU**, THE **SNAKES**, AND ALL THE CRAWLING HORDES!

THINK OF THE COUNT-LESS **MILLIONS** OF REPTILES IN THESE EVERGLADES **ALONE!** ONCE I SPILL MY SERUM IN THE MURKY WATERS, **NOTHING** WILL STOP THE BIRTH OF A NEW RACE OF LIZARD CREATURES!

AND **I** SHALL BE THE MASTER! MASTER OF AN ENTIRE PLANET! NOW, FOLLOW ME, WHILE I GO TO PREPARE THE SERUM! OUR SUPREME MOMENT IS NEAR AT HAND!

GOOD! THEN I AM STILL IN TIME! HE HASN'T STARTED HIS DEADLY CHAIN REACTION YET!

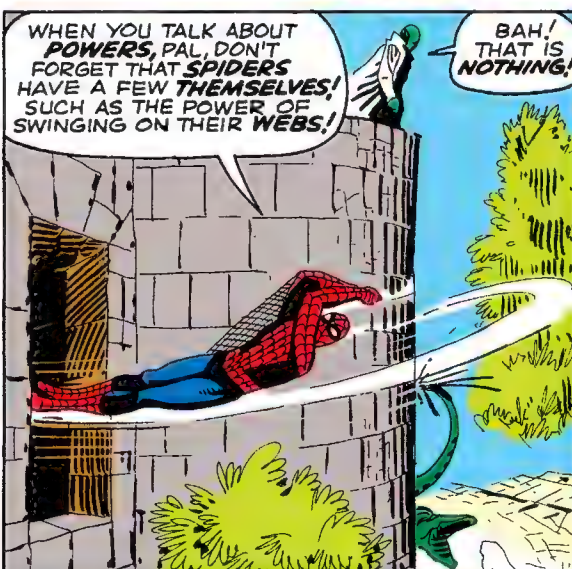
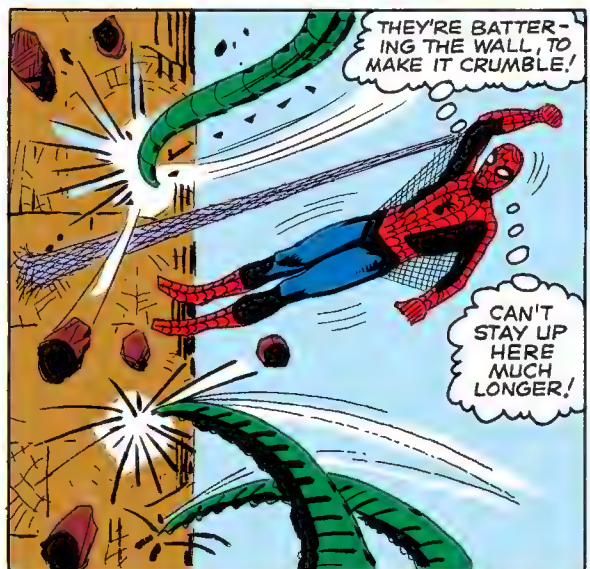
BUT UNEXPECTEDLY, THE ANCIENT, TIME-WORN MORTAR CRUMBLES BENEATH SPIDER-MAN'S WEIGHT, AND...

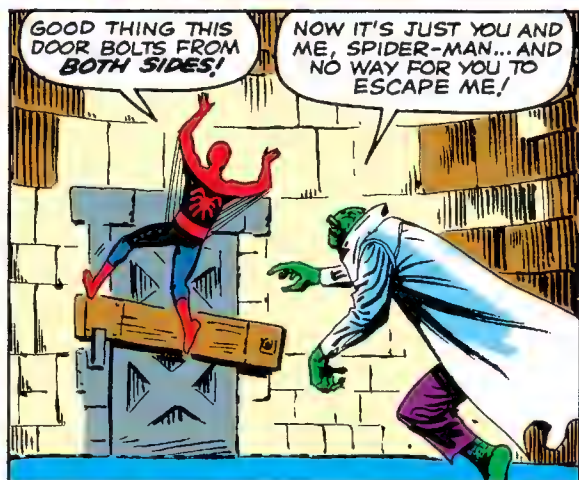
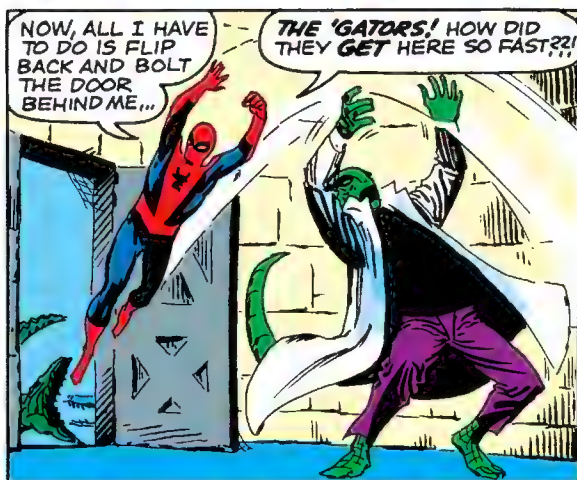
I'M FALLING!

YOU! YOU STILL LIVE!

WELL, THIS SOLVES MY **FIRST** PROBLEM... THE PROBLEM OF WHEN TO ATTACK! LOOKS LIKE IT'S **NOW** OR **NEVER!**

GET HIM, MY PETS! SPIDER-MAN MUST NEVER LEAVE HERE ALIVE!

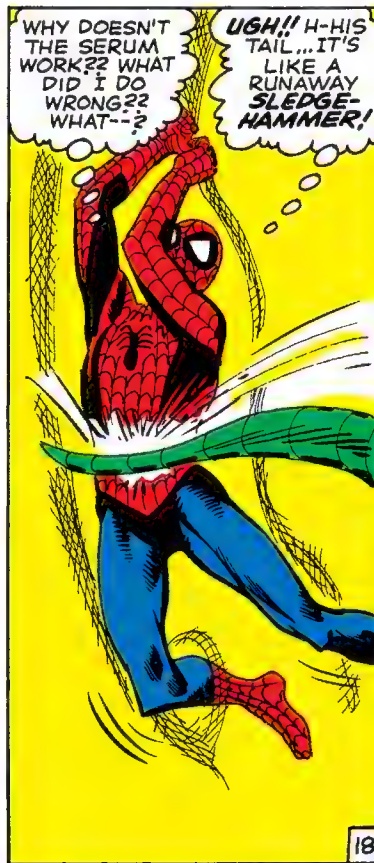
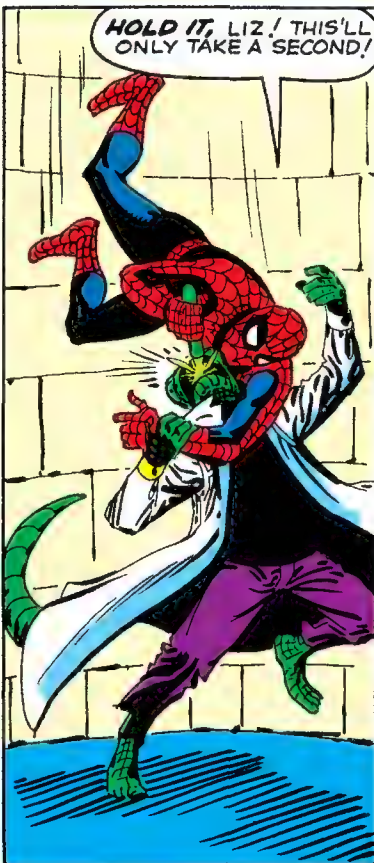


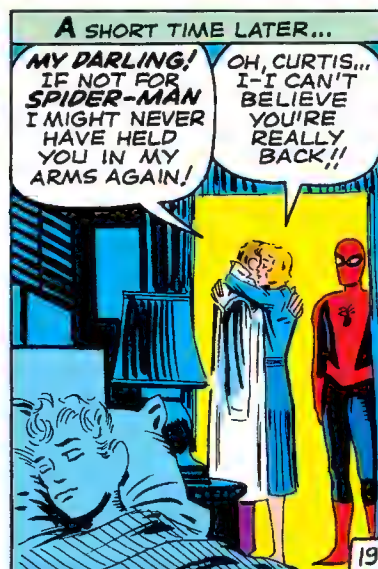
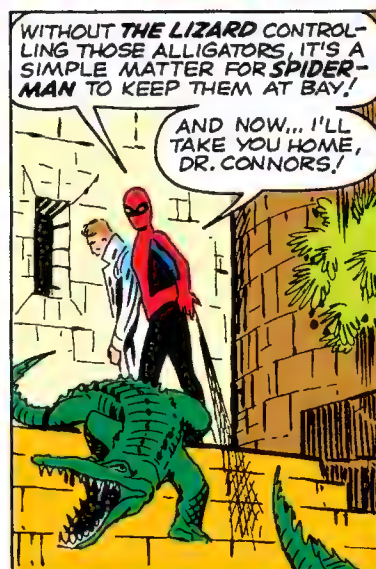
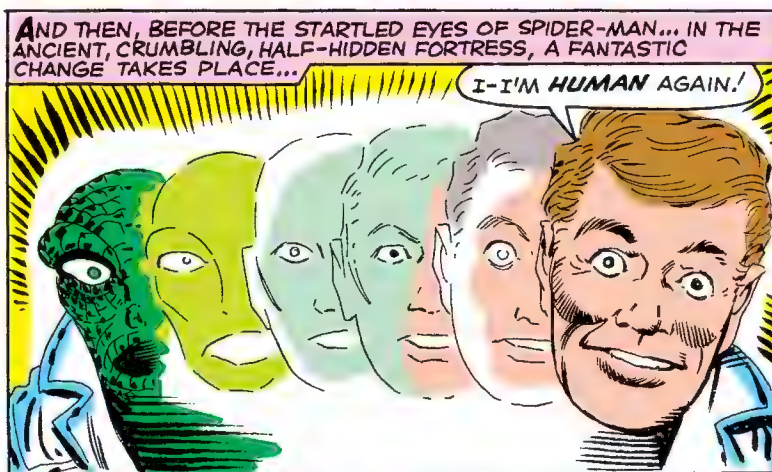
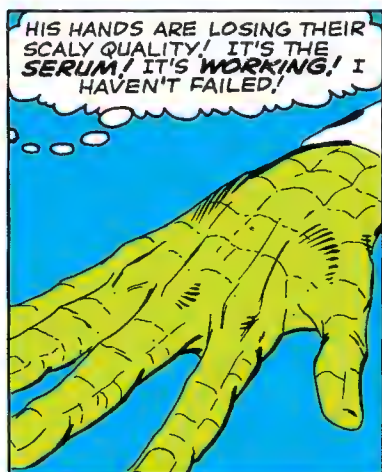


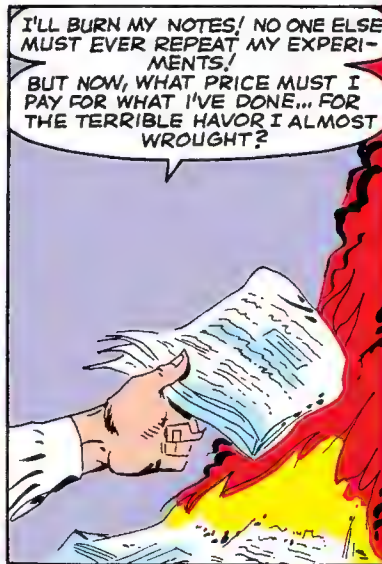
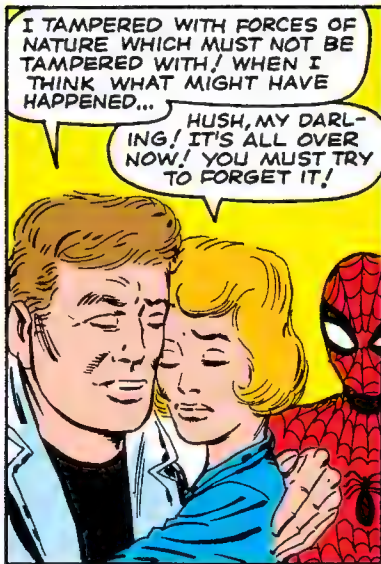
AS SPIDER-MAN PLUNGES TOWARD THE FLOOR BELOW, GRASPING HIS LIFE-SAVING STRAND OF WEB IN ONE HAND, HE LUNGES OUT SKILLFULLY, AND...

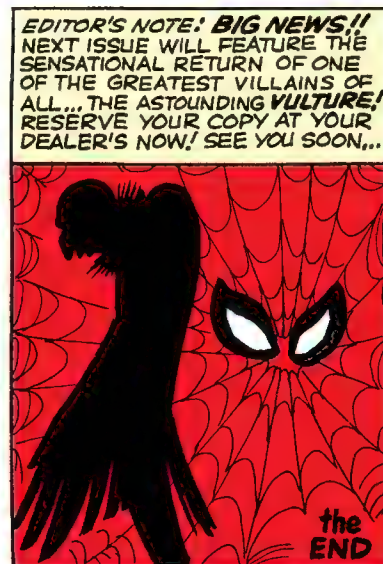
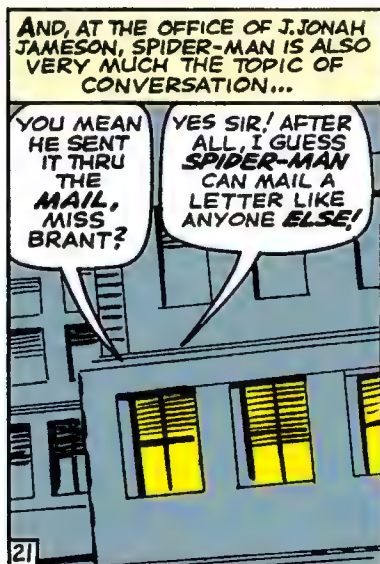


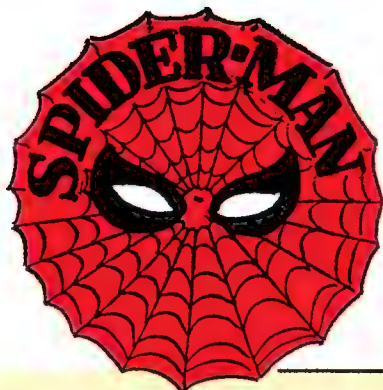
THEN, IN MID-AIR, THE AMAZING COSTUMED CRUSADER SUMMONS ALL HIS SPEED, HIS UNERRING SKILL, HIS LIGHTNING-FAST REFLEXES, AND WHISKS A SMALL VIAL FROM HIS BELT...











SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve,

The truth is I've loved Spider-Man from the very beginning and sincerely hoped he would get his own magazine. Well, I decided to wait until the next issue to send in my verdict. Here is the newly 'discovered' evidence: 1) Issue #3's artwork improved greatly; 2) Issue #3's color schemes were much better; 3) Issue #3's paneling improved. (I especially liked page 9.) Now that I have brought before the court the new evidence, I will give you some helpful (I hope) hints. Keep up the fabulous plots as in issue #3. Also, please keep your human interest gimmicks. Let's have more villains, and keep returning them. Your interesting sub-plots help, too. On the condition that these hints are fulfilled, the prosecuting attorney withdraws all charges and submits this verdict for consideration by the judge, your reader — The verdict is: 'Guilty — guilty of having the greatest comic magazine! The sentence is: Eternity — an eternity of success for Spider-Man. Case is closed.

Ken Dixon
674 Buttonwood Drive
Springfield, Del. Co., Pa.

The FANTASTIC FOUR is trying to appeal the verdict, we hear, but it's too late! Thanks for your unusual way of telling us you like us. (At least, that's what we HOPE you were saying.)

Dear Stan and Steve,

Just bought AMAZING SPIDER-MAN #3 this morning and I can't say I'm sorry! If you can keep up the good work, in a few years you ought to be able to publish it oftener than monthly. But Stan, old boy, you'll have to keep up the story quality! I wish you lots of luck, since you already must have to use a separate typewriter for each hand with all the work you do. (Looks like you get snowed under occasionally and have to use your feet, too — once in a while you do slip; then again, nobody's perfect.) Together, you and Steve have made SPIDER-MAN one of the few books I not only buy regularly, but also enjoy without a sense of disappointment at substandard stories or a closetful of cliches. Sincerest congratulations on your new feature, DR. STRANGE, in STRANGE TALES! If the first story is any indication, you've got another winner on your hands. This is really good!

Phil Castora
Burbank Hotel
Burbank, Calif.

We almost hoped not too many readers would notice DR. STRANGE, so that we could turn out the stories without too much effort. But, the reaction has been far more favorable than we expected, so it looks as though the ol' Master of Black Magic will be a regular feature, which means another headache for us! If you haven't seen him yet, treat yourself to a copy of the latest STRANGE TALES — but only after you've bought SPIDER-MAN, of course!

Dear Stan and Steve,

How do you do it? First, you came out with the F.F., then Ant-Man, Thor, and Iron Man, and now — the best of all — Spider-Man! What a rare character — he sure is neat. I love his origin, his aunt, and especially him. I

liked his idea of joining up with the F.F. My one gripe is his costume. It may be snazzy, but he looks like a criminal in it. Please tell me, is he ever going to be at peace with the world?

John Black
37 Windsor Sq.
Penicuik, Midlothian
Scotland

Never mind YOUR questions! What WE wanna know is: how do you pronounce the name of that town you live in??

Dear Stan and Steve,

AMAZING SPIDER-MAN #3 topped the excellent #2. Although I like two stories in a comic rather than one long one, this story was great. At first, Doctor Octopus looked too crazy, but he turned out to be a great foe. Maybe he should return in a future issue. One of the high points of the story was his crushed spirit at being defeated, and his thoughts of quitting the hero business. It will be a long time before I forget those terrific action scenes on pages 15-19. They were really great. I enjoyed the Human Torch's appearance and I'm glad he didn't play too big a part in capturing Doctor Octopus. My reasons for saying this is since this is Spider-Man's comic, he should have most of the action to himself. I don't agree that Spider-Man should have a secret partner. He wouldn't be the same with one. I like Spider-Man's new sign. The way he flashes it on walls and such gives the story more color (as if you needed it!). I agree that Spider-Man should be published monthly. He is very deserving of it. Finally, the pin-up page was excellent, and it was very skillfully drawn.

Dave Bibby
40 Hillside Ave.
Verona, N. J.

Don't worry, Davey boy — good villains are hard to come by, and when we succeed in creating a few, you can be sure we'll bring them back whenever possible! So don't be surprised if you see Doc Ock (as we call him, here in the bull-pen) coming back for more maypole dances in future issues.

Dear Stan and Steve,

I guess it'll seem kind of funny hearing from the mother of some of your fans, but I'd like to say that I enjoy your comic SPIDER-MAN. I'm not one to interfere in the hopes of others, but I noticed in your fan mail that they are already searching for a secret pal for Spider-Man or trying to push him into the Fantastic Four. He does a mighty fine job alone! Come on, you kids, why not let Spider-Man live his role alone like Richard Diamond?? Don't mess up two mighty fine comics just because Spider-Man goes it alone, huh? I have four daughters who are fans, also. They say they like Spider-Man just as he is . . . only thing they'd like to see is his clobbering Flash, the boy who is always blabbing at him.

Ruth Green
115 Oak Drive
Central Point, Oregon

We're very pleased to announce that we have received many letters from parents, such as Mrs. Green, all with kind words for SPIDER-MAN! As

CONTINUED

for S-M getting any secret partners, the mail so far has been heavily AGAINST the idea, so we have no plans to introduce any secret pals just yet. (Although we like to spring surprises on you from time to time — such as changing ANT-MAN into GIANT-MAN unexpectedly, in TALES TO ASTONISH #49.)

Dear Stan and Steve,

I find your comic simply perfect! Wait a cotton-picking minute now, and let me finish — I don't mean your stories are all perfect — I mean your style is perfect. First of all, I like the idea of your letter column being at the end of the story, hot in the middle. I like the idea of Spider-Man being a teenager and not a full grown man. I like the idea of his costume being completely different with not one thing being a take-off from some other hero. Last, but not least, I like his personal style which is his alone. I very seldom write to a comic but I couldn't resist this letter because of all the perfectly original ideas you have come up with.

Ralph Gershovich
3200 N.W. 169th Terr.
Miami, Fla.

Never mind the soft soap! What do you MEAN our stories aren't all perfect?? For 12¢ do you expect HEMINGWAY?! (Irving Hemingway, our next door neighbor!)

Dear Stan and Steve,

Please have the Vulture return occasionally to plague Spider-Man. I like the idea of Spider-Man, who can't fly, fighting the Vulture who can. Please don't have Spider-Man win so easily against normal crooks. Please have Dr. Octopus return again, too, and please have SPIDER-MAN monthly. Please tell me why someone hasn't noticed his super-muscles while he is Peter Parker — doesn't his school have Physical Education??

Alan Oberle
760 Oakway Place
Glendale 22, Mo.

Pete's muscles aren't the bulging kind, Alan. Even in Physical Education (known as P.T. in the N.Y. area, for Physical Training) he just looks like a well-built slim teen-ager. Of course, if one should FEEL his muscles, that would be another story!

Dear Stan and Steve,

I just bought SPIDER-MAN #3 and it was great. I'm surprised with each issue that Steve Ditko does such wonderful art. I was happy to see that Steve signed the cover of SPIDER-MAN #2 and #3. I'd like to see this carried over to other MARVEL COMICS. When Joe Sinnott draws a story for JOURNEY INTO MYSTERY I'm not sure if he or Jack Kirby drew the cover. The same is true of TALES OF SUSPENSE. I think that Jack drew the covers, even if Don Heck drew some of the stories, but I could be wrong. If each artist would sign his covers, all we fans would be sure of the artist. Here are a few other items I would like to comment on: don't give Spider-Man a secret partner, let Dick Ayres do more art in STRANGE TALES, and let Prince Namor team up with Spider-Man in a full length adventure. Next to Dr. Doom, Dr. Octopus is in second place as far as villains go — the reason is his having such different powers — and in third place is the Vulture. What I'd like to see is the F.F. battling Dr. Octopus and the Vulture together. I bet the Thing would have his hands full trying to hold Dr. Octopus. This would give Spider-Man a chance to get a crack at Dr. Doom. The Torch should be added and make it a book length adventure. I'd also like to see Spider-Man guest star with the Torch in STRANGE TALES, and have Dick Ayres do the art for both. Since both Spider-Man and the Torch are teenagers, they should be featured together every once in a while. They would make a great team! Thanks for letting me bend your ear.

Gerry Johnson
30A Bayview Place
Superior, Wisc.

BEND it? You practically BROKE it! The reason we don't usually have artists sign the covers,

Gerry, is that they often represent the work of MANY men. One might do the rough layout — another the pencilling — then, we might decide to change a figure or two and still another artist might make the correction — ditto for the inking. However, when one man does the whole thing as Steve did on the covers you mentioned, he usually DOES affix his signature! There! That ought to pretty well confuse everybody!

Dear Stan and Steve,

PHOOEY! With complaints, that is. I hate all those know-it-all and I-want-to-make-a-comment readers. In the first SPIDER'S WEB there were only two letters I completely agreed with and these were the ones written by Jerome Haro and Bill Ryan. Bill's letter wasn't "suggestions," as he put it, but praises telling you to keep up the good work. Fred Bronson and his "normal superhero." Bahl! It clearly states in the first issue that "there's never been a hero like Spider-Man!" Frank Glen can take that "full of pity" letter and stand in the corner. Let Spider-Man stay as he is. Phil Leibfred should learn that a hero like S-M will live on the pages of a comic book as long as someone is there to draw him. Your plots are terrific, so go tell Buddy Saunders to soak his head. Secret partner, be hanged . . . the only partner Spider-Man could have is Ant-Man. You can also tell any "middle of the road" readers to take a long walk off a short pier. Your book is the greatest. Keep up the good work!

Paul McDonough
5 Cherry St.
Hartford 6, Conn.

We appreciate your praise, Paul, but in all honesty, we like the letters of complaint, too. Many times the complaints of our readers are well-founded, as our steady fans know, we have made many changes over the past months based on readers' comments — and will continue to do so in the future. Our one job — our ONLY job — is to please YOU, the wonderful, loyal fans who make our mags possible.

SPECIAL ANNOUNCEMENTS SECTION:

- A personal message to our readers, from Stan and Steve: We've been in the business of creating comics for many years. During that time we've had quite a few hits (and our share of duds, too!) But no successful mag has ever given us the pleasure, or the THRILL, which we get from seeing how you, the magazine readers, have made SPIDER-MAN the success story of '63! Just as he seems to appeal to YOU, he appeals to US the same way! We really ENJOY writing and drawing his adventures, and we want to repeat that your letters mean a lot to us — we read every single one — and we feel that a great deal of Peter Parker's growing fame is due to your intelligent suggestions and sincere criticism. So, from the bottom of our hearts to the tips of our ink-stained fingers — many many heartfelt thanks to you, from Stan and Steve!
- By now, you have probably seen S-M's appearance in STRANGE TALES ANNUAL #2, and FANTASTIC FOUR ANNUAL #1. If you haven't, we suggest you try to find a copy. (Not as easy as it sounds — they're already sold out in some areas.) We're anxious to hear how you like his guest appearances in other mags, and if you'd like to see more of the same.
- Well, let's all put away our little webs and resume our normal identities again, until we meet here next ish for more of SPIDER-MAN'S own brand of super-excitement!





MARVEL
COMICS
GROUP **12¢**

the AMAZING SPIDER-MAN

WWW.MARVEL.COM

APPROVED
BY THE
COMICS
CODE
AUTHORITY

7
DEC.

THE
VULTURE
LOOKS TOO
SURE OF HIMSELF!
HE MUST HAVE A
FOOL-PROOF PLAN
TO DEFEAT ME!
BUT--WHAT CAN
IT BE?

A MARVEL SUPER-SPECTACULAR:
"the **VULTURE'S
RETURN!**"



HERE IS SPIDER-MAN
AS YOU LIKE HIM...
FIGHTING! JOKING! DARING!
CHALLENGING THE MOST
DANGEROUS FOE OF ALL, IN THIS--
THE MARVEL AGE OF COMICS!



THE RETURN OF THE VULTURE

NEVER LET IT BE SAID THAT THE MARVEL COMICS GROUP DOESN'T RESPOND TO THE WISHES OF ITS READERS!

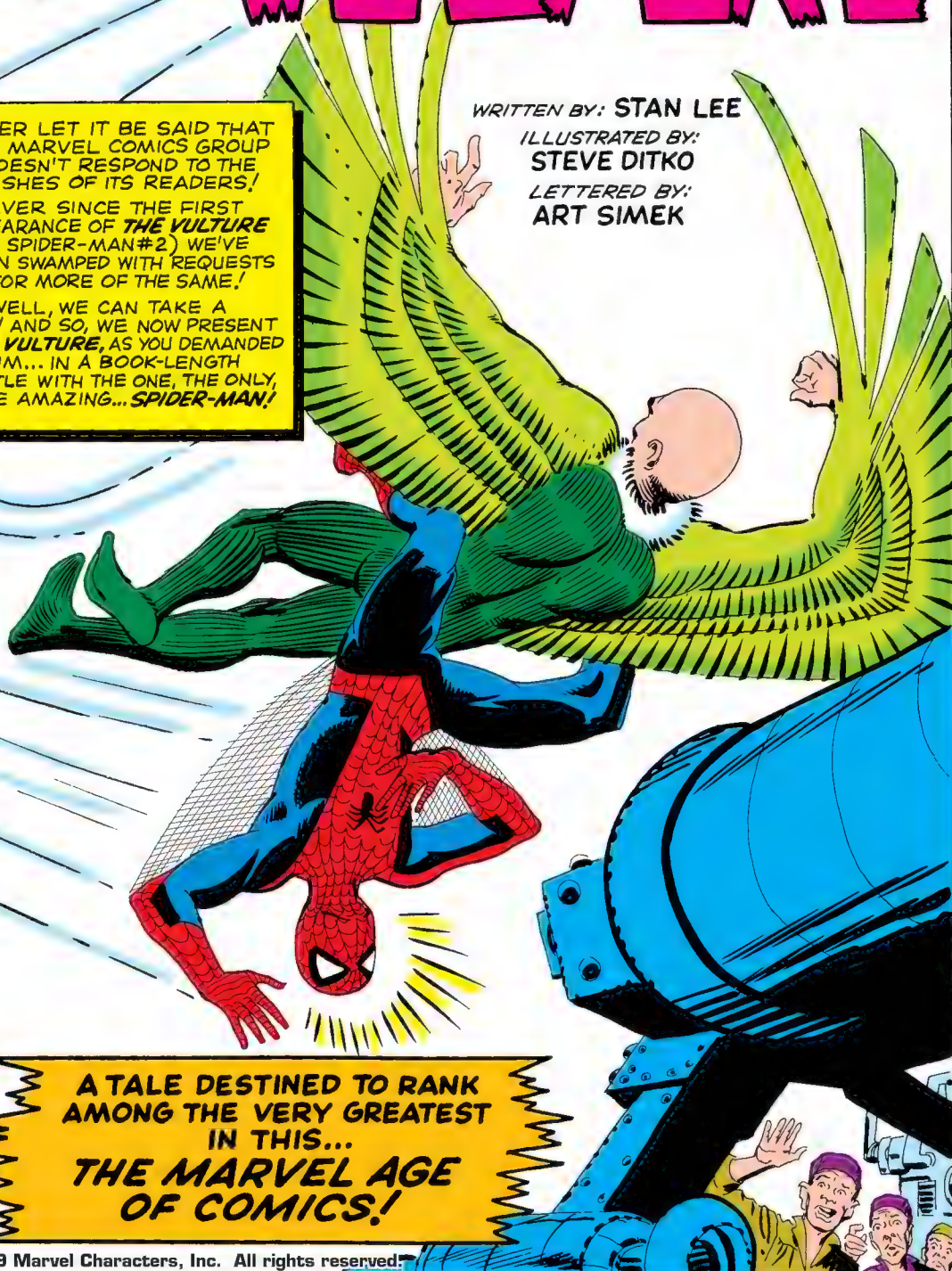
EVER SINCE THE FIRST APPEARANCE OF *THE VULTURE* (IN SPIDER-MAN #2) WE'VE BEEN SWAMPED WITH REQUESTS FOR MORE OF THE SAME!

WELL, WE CAN TAKE A HINT! AND SO, WE NOW PRESENT *THE VULTURE*, AS YOU DEMANDED HIM... IN A BOOK-LENGTH BATTLE WITH THE ONE, THE ONLY, THE AMAZING... *SPIDER-MAN*!

WRITTEN BY: STAN LEE

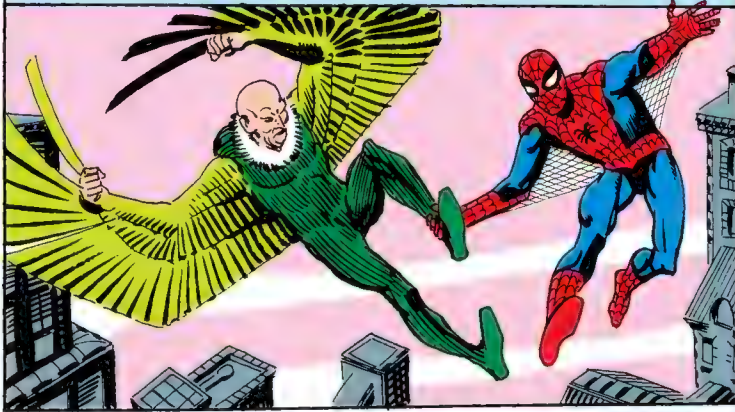
ILLUSTRATED BY:
STEVE DITKO

LETTERED BY:
ART SIMEK

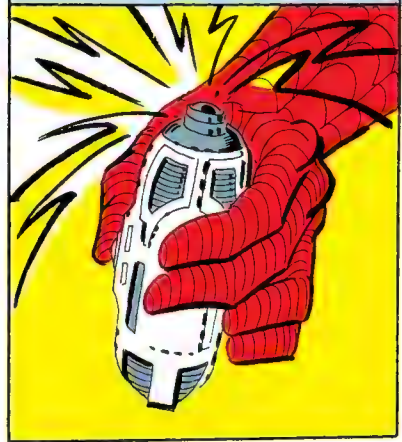


A TALE DESTINED TO RANK
AMONG THE VERY GREATEST
IN THIS...
**THE MARVEL AGE
OF COMICS!**

FOR THOSE OF YOU WHO MISSED **SPIDER-MAN#2**, IT CONCERNED HIS SPECTACULAR BATTLE WITH ONE OF THE MOST DANGEROUS VILLAINS OF ALL TIME... THE AWESOME FLYING **VULTURE!** NO MAN KNEW THE SECRET BEHIND THE VULTURE'S ABILITY TO FLY... UNTIL SPIDER-MAN DEDUCED THAT HIS WINGS WERE OPERATED BY A UNIQUE FORM OF **MAGNETIC POWER...**



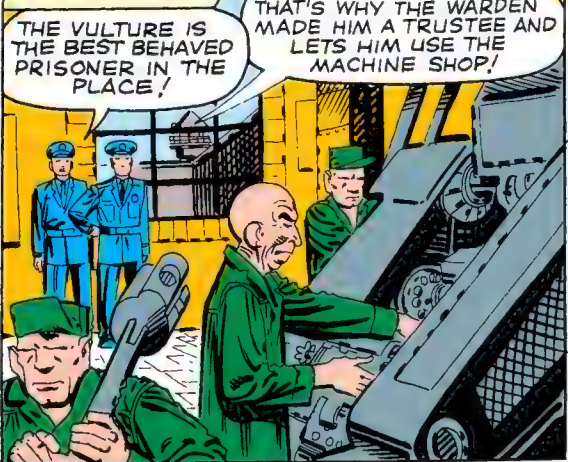
...AND SO, SPIDER-MAN CREATED A POWERFUL **ANTI-MAGNETIC INVERTER** WHICH HE USED AGAINST THE VULTURE IN THEIR FINAL BATTLE...



WITH HIS MAGNETIC POWER NULLIFIED, DUE TO **SPIDER-MAN'S** INVERTER, THE VULTURE WAS FORCED TO SPIRAL TO THE GROUND, INTO THE WAITING ARMS OF THE POLICE! AND SO ENDED THAT EPIC BATTLE!

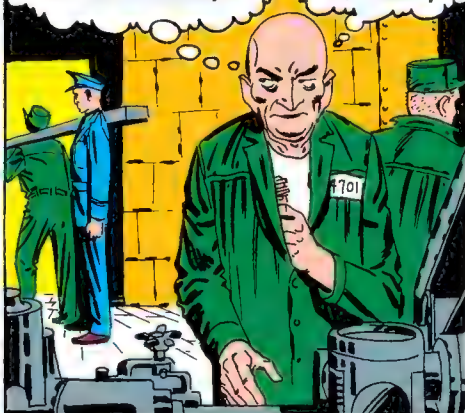


FOR MONTHS IT SEEMS THAT SPIDER-MAN'S PREDICTION IS CORRECT, AS THE IMPRISONED VULTURE BECOMES A MODEL INMATE OF STATE PRISON...



THE GULLIBLE FOOLS! THEY DON'T SUSPECT THAT I'M PUTTING TOGETHER **ANOTHER** FLYING DEVICE FOR MYSELF--RIGHT UNDER THEIR NOSES!

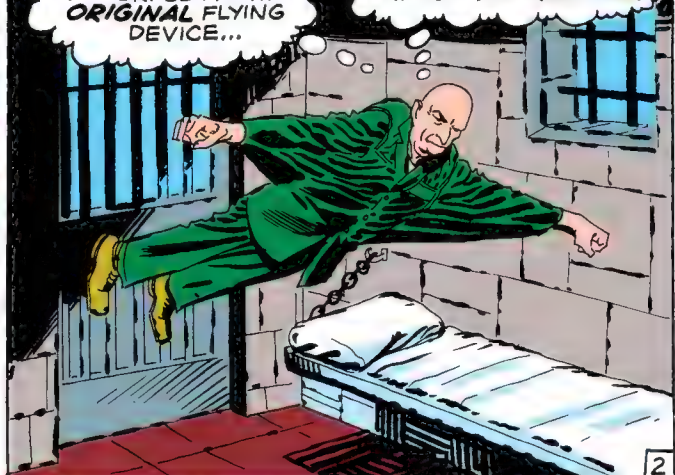
I'VE TAKEN ALL THE PARTS I NEED! TONIGHT I'LL MAKE MY FINAL TEST IN MY CELL!



AND, AFTER BED CHECK...

IT WORKS! NOT AS POWERFUL AS MY ORIGINAL FLYING DEVICE...

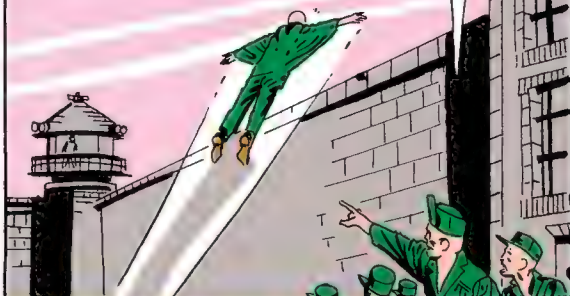
...BUT GOOD ENOUGH TO GET ME OVER THE WALL--**TO FREEDOM!**



THE NEXT DAY, DURING EXERCISE PERIOD IN THE PRISON COURTYARD...

FAREWELL!
IT IS TIME
FOR THE
VULTURE
TO FLY
AGAIN!

LOOK! HE
MADE HIMSELF
A NEW FLYING
GIZMO! HE'S
GLIDING OVER
THE WALL!



HOW EASY IT WAS!
BY THE TIME THE
GUARDS CAN
ORGANIZE A SEARCH
PARTY, I'LL BE
SAFELY HIDDEN,
MILES AWAY!

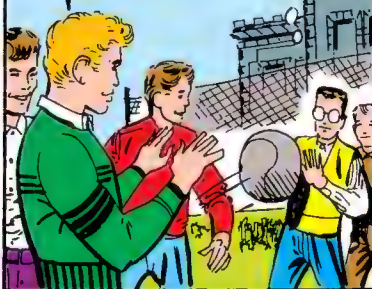
AND, WHEN NEXT I
APPEAR, I'LL HAVE A
NEW SET OF WINGS...
FAR MORE POWERFUL
THAN BEFORE!



MEANWHILE, IN THE SCHOOL YARD
AT MIDTOWN HIGH, SOME VOLLEY-
BALL PRACTICE IS IN PROGRESS...

HERE, BUTTER-
FINGERS! THINK
YOU CAN TOSS
THAT BIG, BAD,
HEAVY BALL
ALL THE WAY
BACK TO ME?

IF I USED MY
SPIDER-MAN
STRENGTH, IT
WOULD GO
CLEAN
THROUGH YOU,
LOUD-MOUTH!



WE INTERRUPT OUR PROGRAM TO
BRING YOU A SPECIAL BULLETIN!
THE VULTURE HAS ESCAPED
FROM STATE PRISON! ALL
CITIZENS ARE URGED TO LOCK
THEIR DOORS, AND REPORT
ANY SUSPICIOUS...

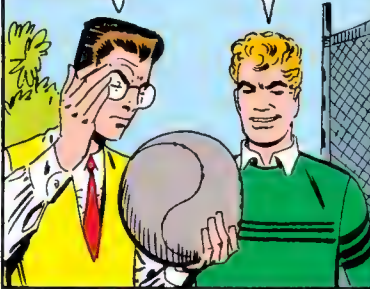
**THE VULTURE--
ESCAPED!!**



SPIDER-MAN IS THE ONE
BEST SUITED TO CATCH HIM!
I'VE GOT TO GET OUT OF
HERE--**FAST!**

I--I DON'T
FEEL VERY
WELL! I'LL
ASK COACH
SMITH IF I
MAY BE
EXCUSED!

WE MIGHT HAVE
KNOWN! A FAST
GAME OF VOLLEY-
BALL IS TOO
MUCH FOR POOR
PUNY PARKER!



JUST MY CRUMMY LUCK! EVERY TIME I HAVE TO
TAKE OFF TO CHANGE TO SPIDER-MAN, EVERY-
ONE THINKS I'M CHICKENING OUT BECAUSE OF
WEAKNESS!

IT'S **NOT** TOO MUCH
FOR ME, FLASH! I
JUST HAVE A--EH,
HEADACHE, THAT'S
ALL!

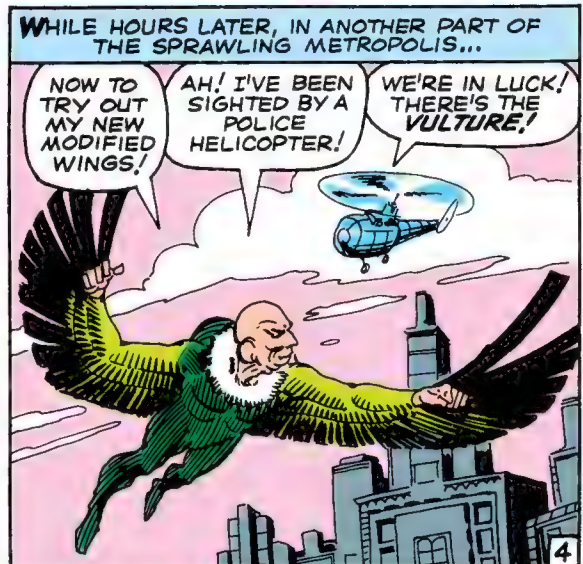
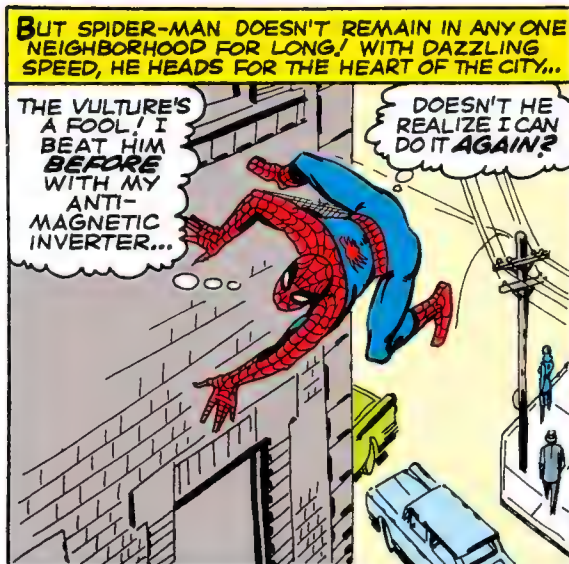
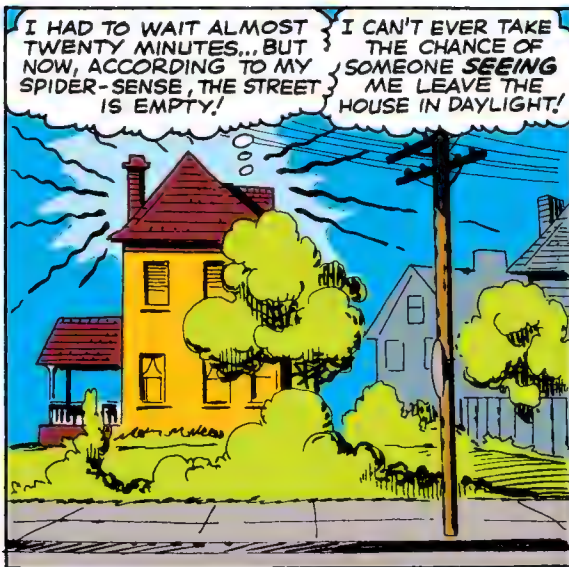
STRANGE HOW YOU ALWAYS
GET THOSE "HEADACHES"
WHENEVER SOMETHING
EXCITING IS GOING ON!

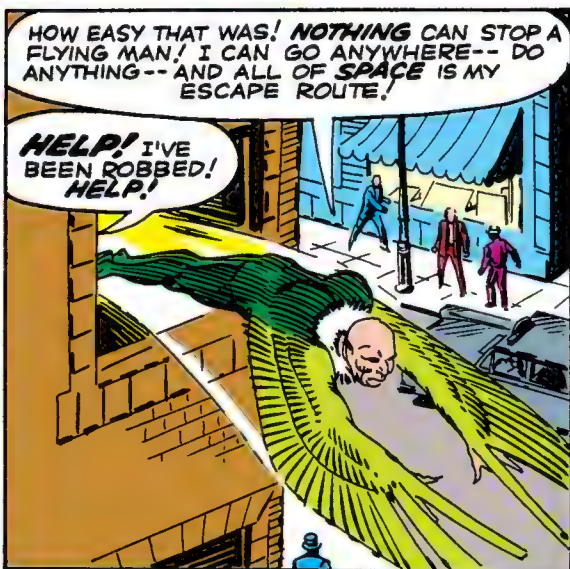
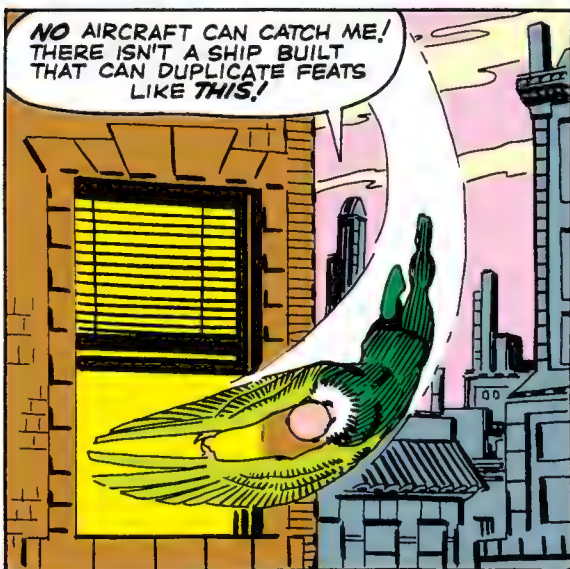
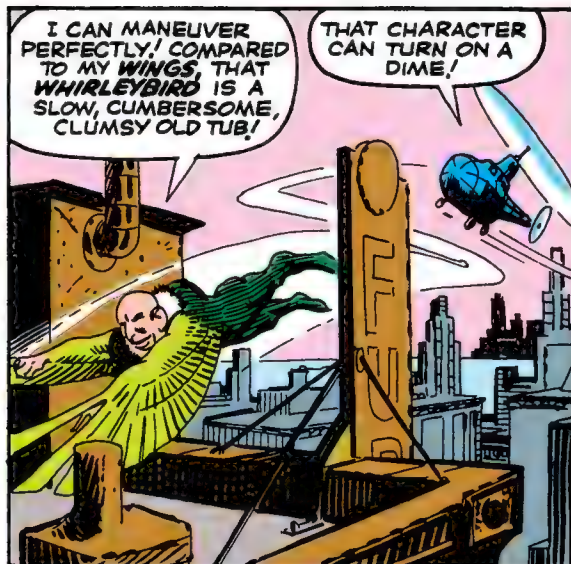
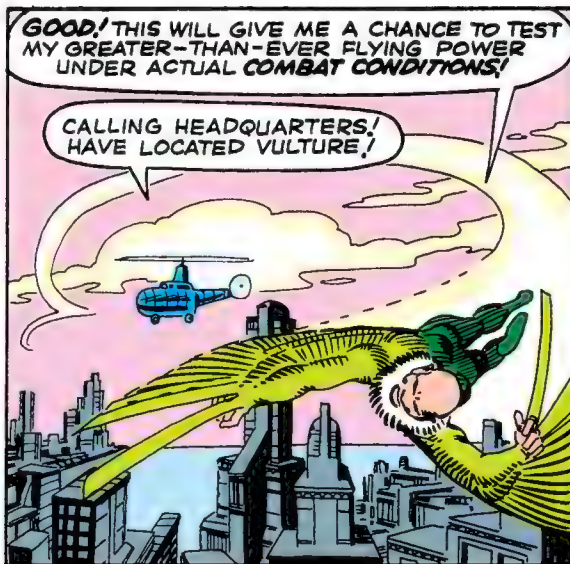


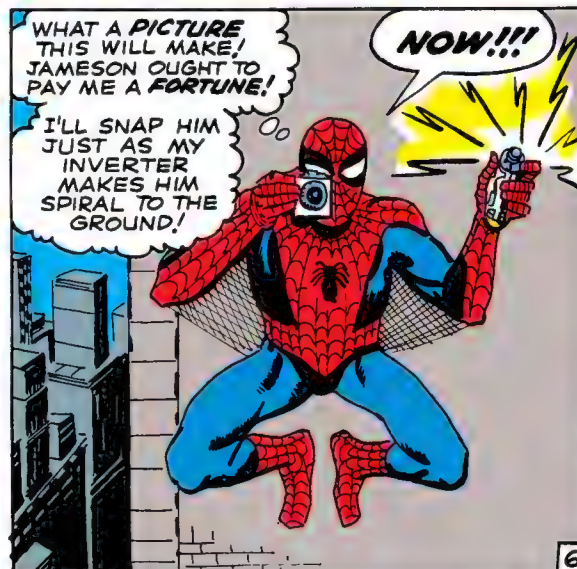
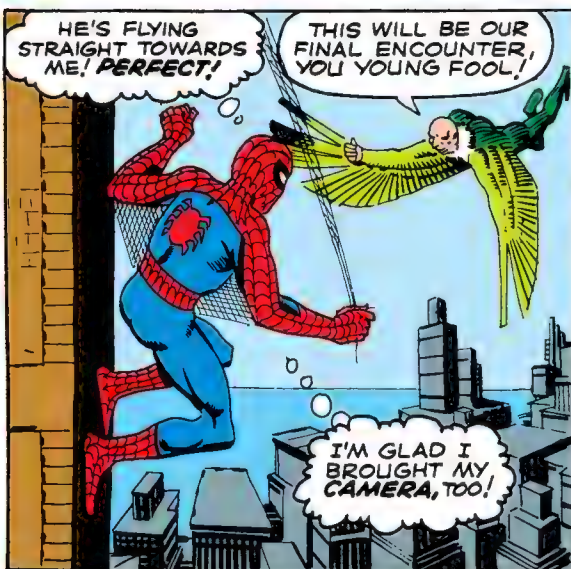
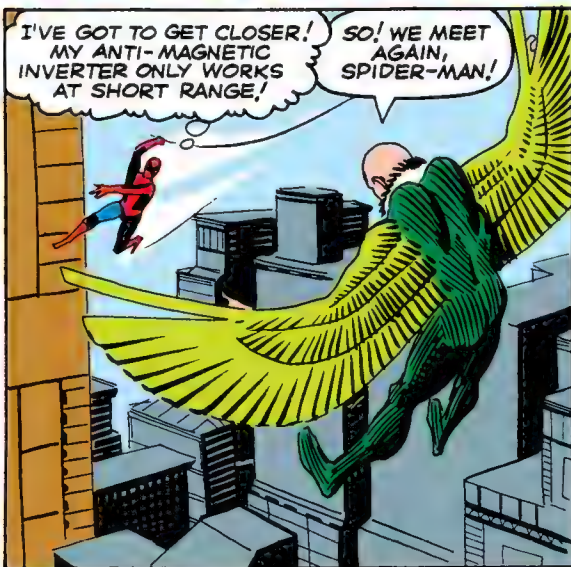
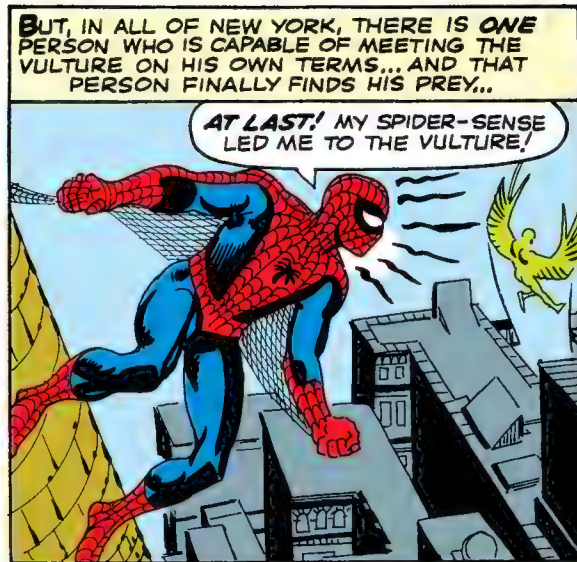
LATER, AT HOME...

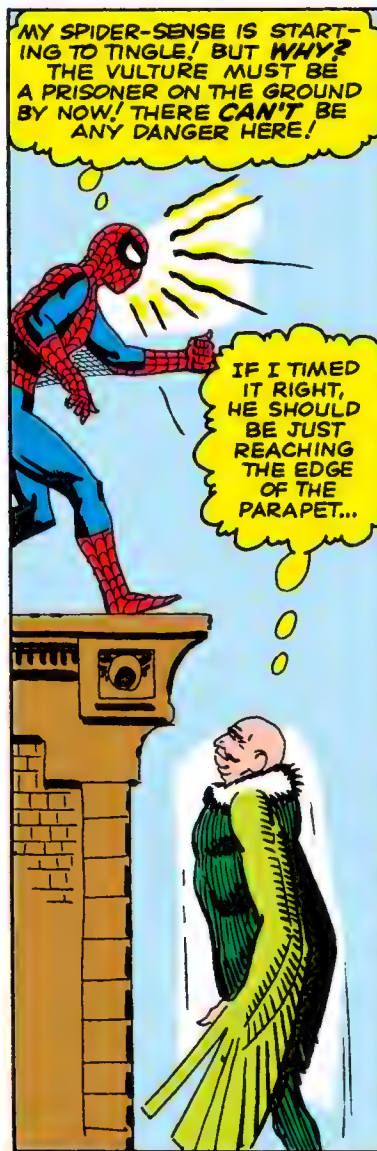
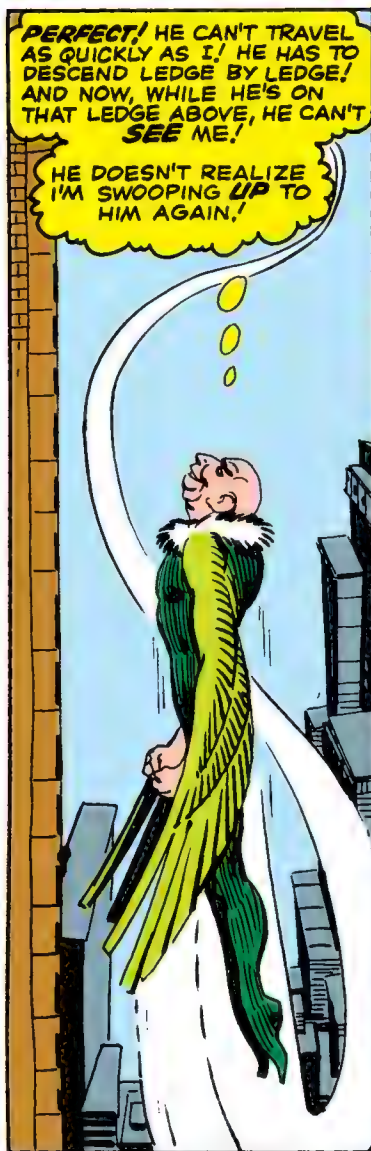
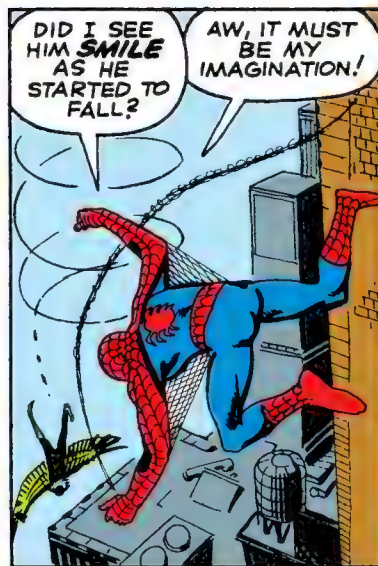
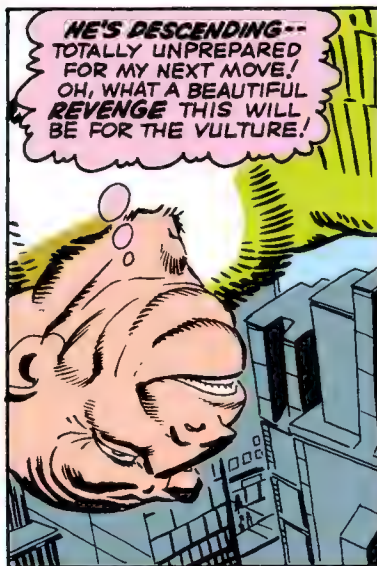
THIS DOUBLE IDENTITY
JAZZ IS FOR THE
BIRDS! I CAN'T TAKE
MUCH MORE RIBBING
AS PETER PARKER!
SOONER OR LATER,
SOMEONE'S GONNA
LOSE A MOUTHFUL OF
TEETH!



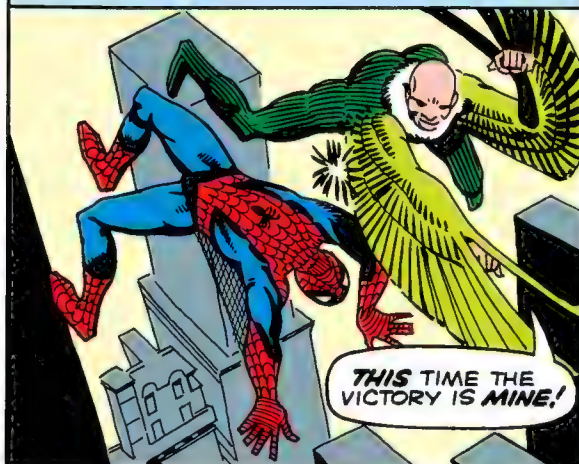








MOMENTARILY STUNNED BY THE FORCE AND TOTAL UNEXPECTEDNESS OF THE VULTURE'S ATTACK, SPIDER-MAN IS HELPLESS BEFORE HIS POWERFUL FOE'S CONTINUED ONSLAUGHT!



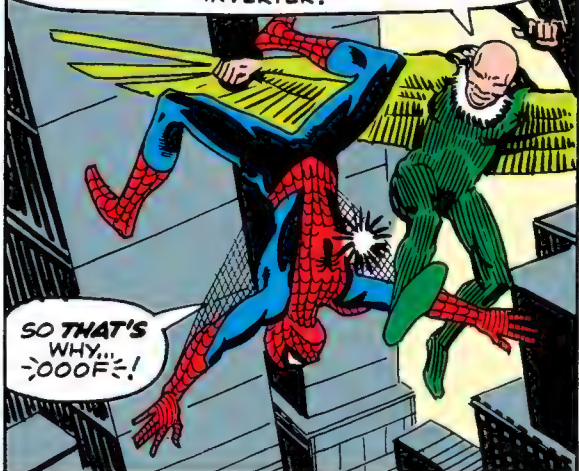
LOOK! UP THERE... ABOVE THE ROOFTOPS! IT'S THE VULTURE... BATTLING WITH SPIDER-MAN!

THANK HEAVEN SPIDER-MAN FOUND HIM! HE'S THE ONLY ONE WHO CAN DEFEAT THE VULTURE SINGLE-HANDED!

GUESS AGAIN, LADY! THE VULTURE IS CLOBBERING HIM!

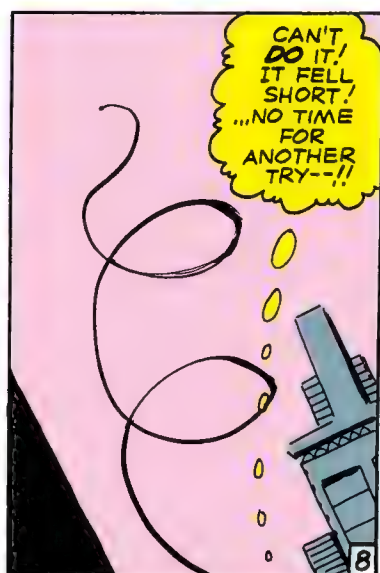


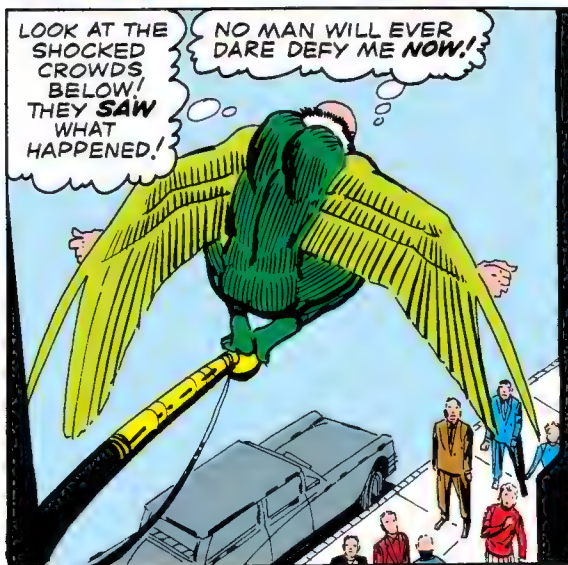
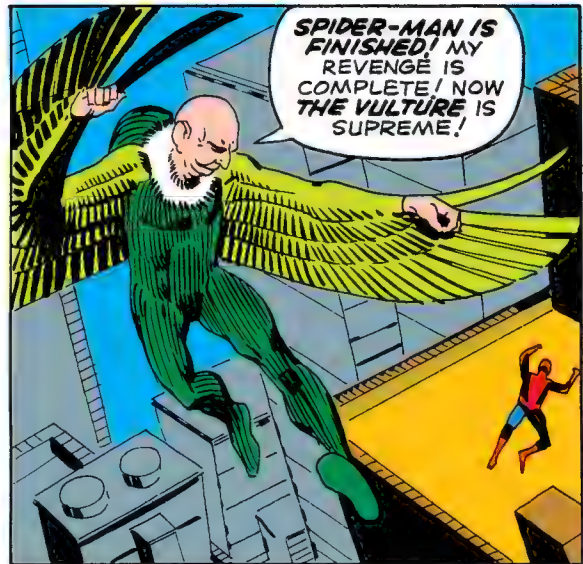
YOU NEVER SUSPECTED I HAD IMPROVED MY WINGS SO THAT THEY COULD CHANGE MAGNETIC POLES INSTANTLY, NULLIFYING YOUR USELESS INVERTER!



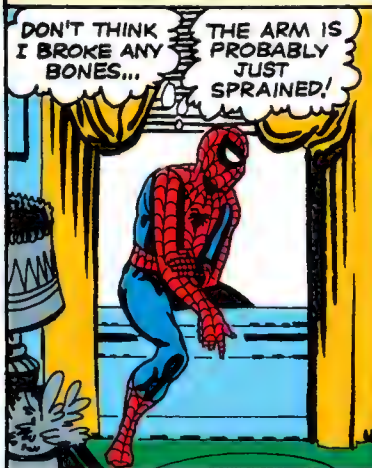
HAPPY LANDINGS, SPIDER-MAN!

GOT TO SHOOT MY MY WEB--FAST-- CATCH ON TO BUILDING--BREAK MY FALL--

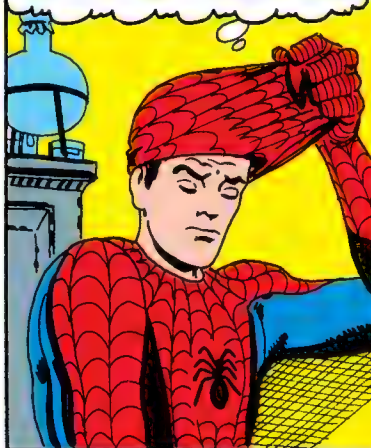




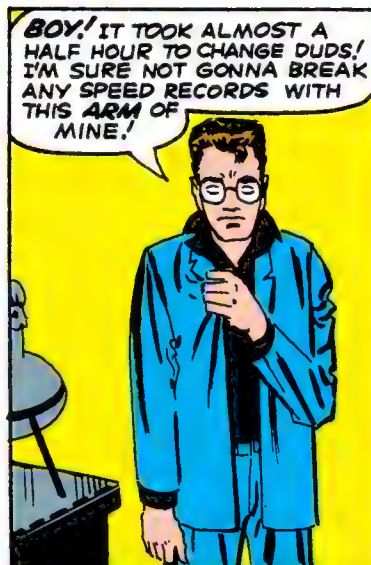
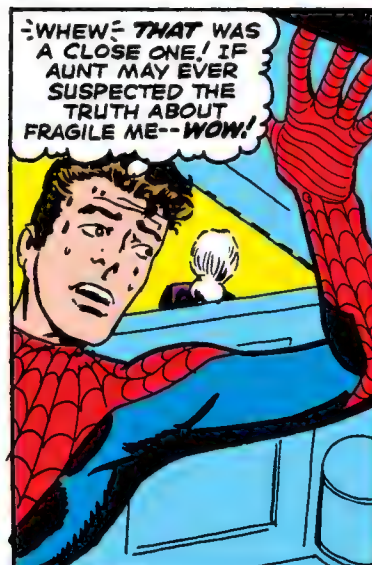
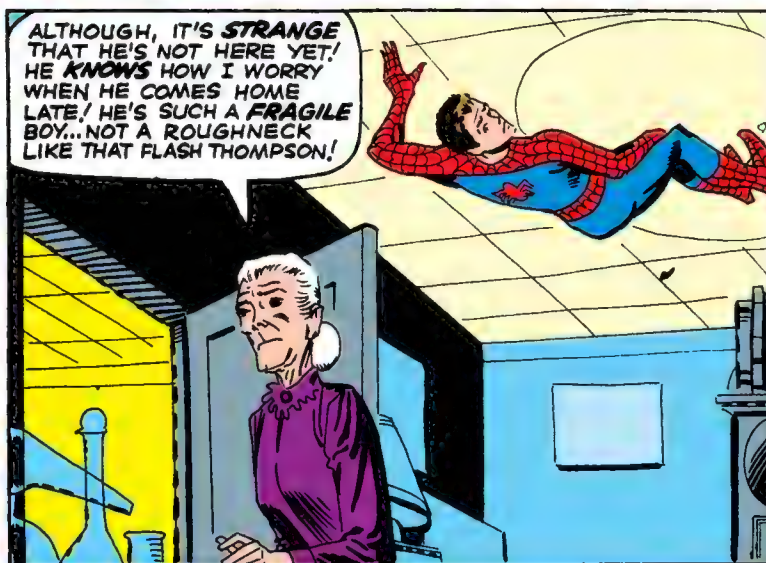
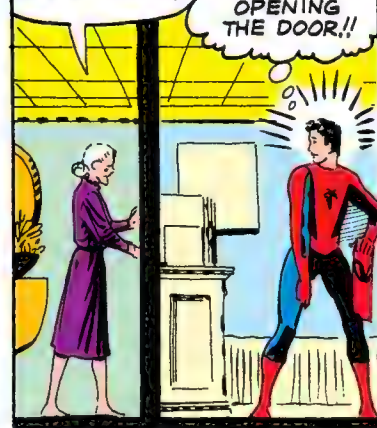
WEARILY, CAUTIOUSLY, SPIDER-MAN REACHES HIS HOME, AND THEN QUIETLY, ENTERS THRU A REAR WINDOW...

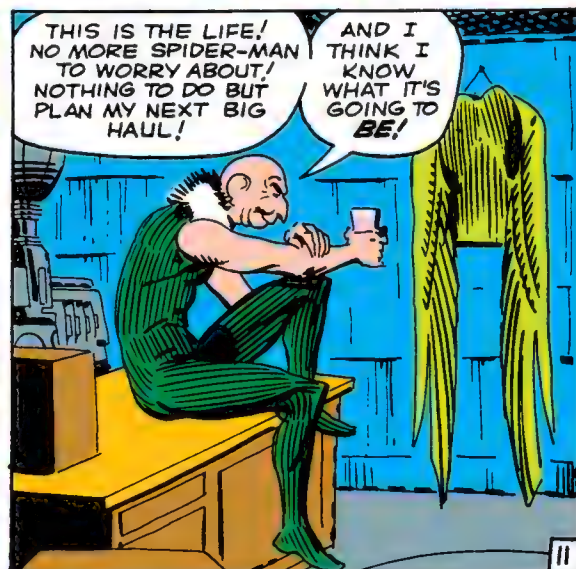
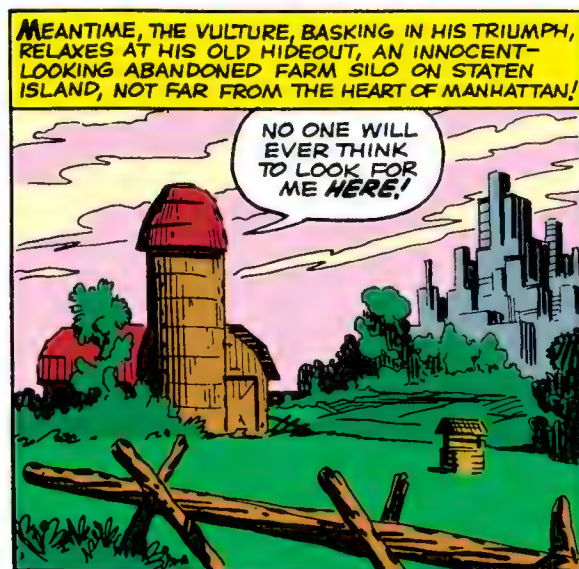
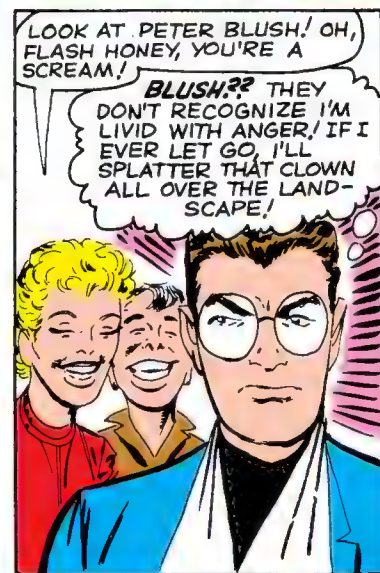
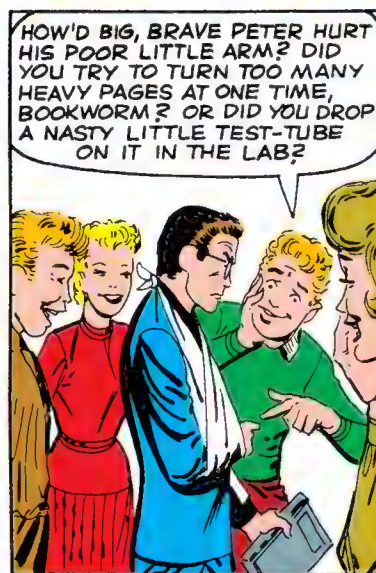
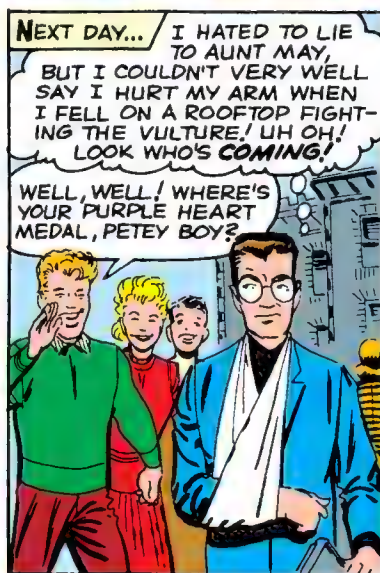
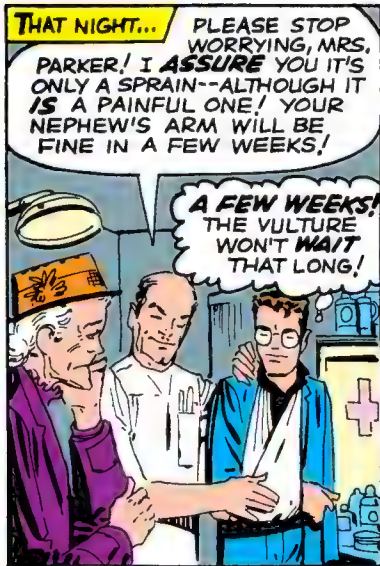


BUT **BOY**, DOES IT EVER **HURT!!** WON'T BE ABLE TO USE IT FOR DAYS! WELL, BETTER CHANGE BACK TO PETER PARKER NOW WHILE I STILL CAN...



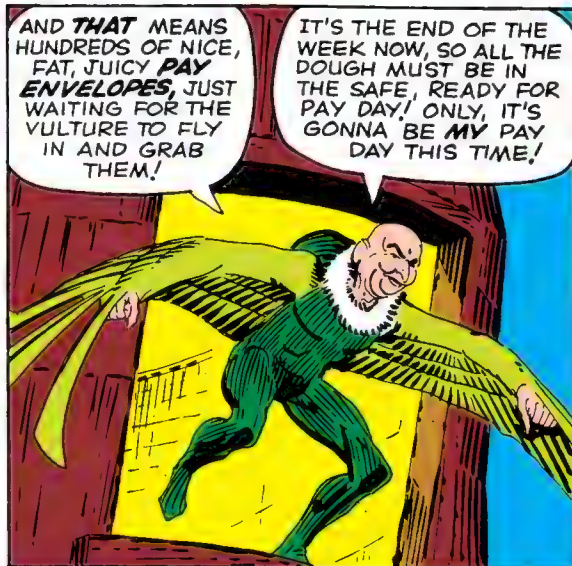
BUT, JUST THEN... **AUNT MAY!** CAN'T LET HER FIND ME HERE LIKE THIS! SHE'S OPENING THE DOOR!!







ONE OF THE BIGGEST PAYROLLS IN NEW YORK IS AT THE OFFICE OF **J. JONAH JAMESON!** HE PUBLISHES THE "DAILY BUGLE" AND "NOW" MAGAZINE! HE MUST EMPLOY **HUNDREDS** OF WORKERS!



AND **THAT** MEANS HUNDREDS OF NICE, FAT, JUICY **PAY ENVELOPES**, JUST WAITING FOR THE VULTURE TO FLY IN AND GRAB THEM!

IT'S THE END OF THE WEEK NOW, SO ALL THE DOUGH MUST BE IN THE SAFE, READY FOR PAY DAY! ONLY, IT'S GONNA BE **MY** PAY DAY THIS TIME!



AND, AT THE OFFICES OF THE DAILY BUGLE, WE FIND YOUNG PETER PARKER, TALKING TO J. JONAH JAMESON'S SECRETARY...

OH, PETER, **NOBODY** COULD SPRAIN HIS ARM PLAYING VOLLEY BALL!

WHAT **REALLY** HAPPENED?
OKAY, I'LL TELL YOU THE **TRUTH**...



IT HAPPENED IN THE AIR, WHILE I WAS FIGHTING THE VULTURE FOR DEAR LIFE!

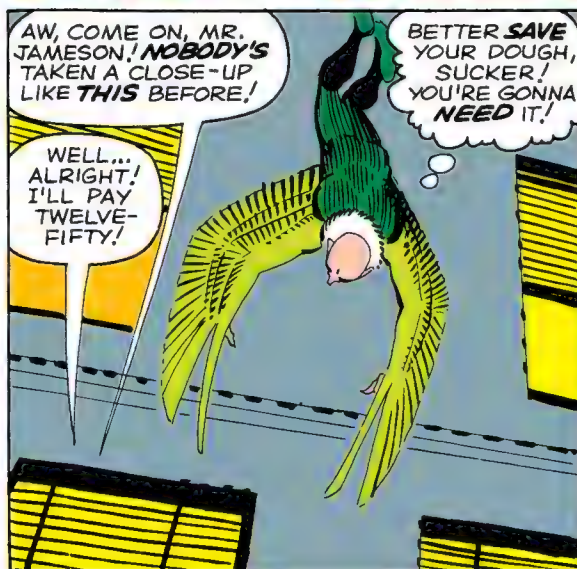
OH, WELL! ASK A SILLY QUESTION

SO LET'S STICK TO THE VOLLEY BALL STORY! OKAY?

MISS BRANT! SEND PARKER IN NOW!



I'LL **ADMIT** THAT'S A FINE PICTURE OF THE VULTURE, PARKER, BUT I CAN'T PAY MORE THAN TEN DOLLARS FOR IT! AFTER ALL, HE'S BEEN SEEN ALL OVER TOWN! **LOTS** OF PEOPLE HAVE SNAPPED HIM! I WANT SOMETHING **DIFFERENT!**



AW, COME ON, MR. JAMESON, **NOBODY'S** TAKEN A CLOSE-UP LIKE **THIS** BEFORE!

WELL... ALRIGHT! I'LL PAY TWELVE-FIFTY!

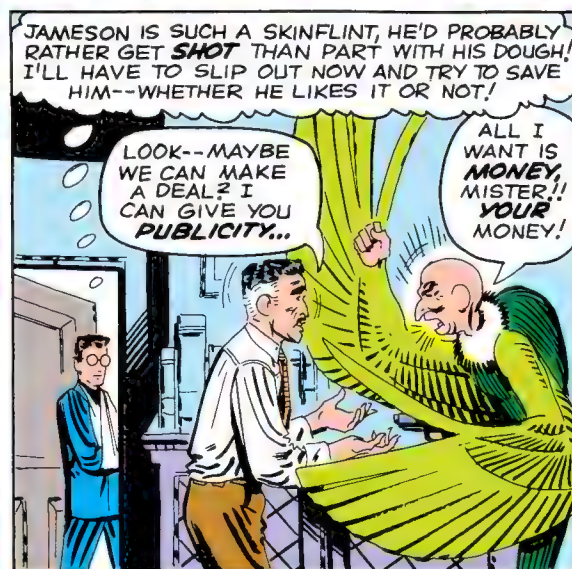
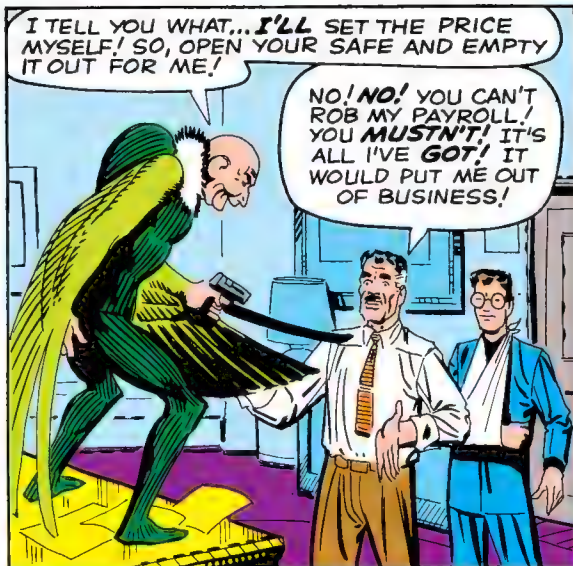
BETTER **SAVE** YOUR DOUGH, SUCKER! YOU'RE GONNA **NEED** IT!

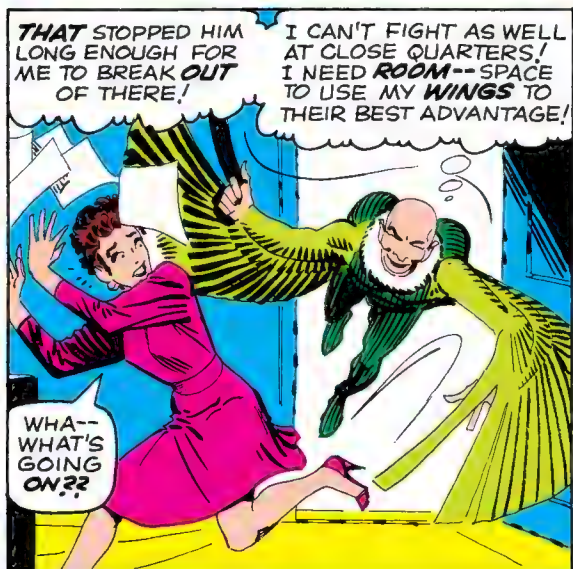
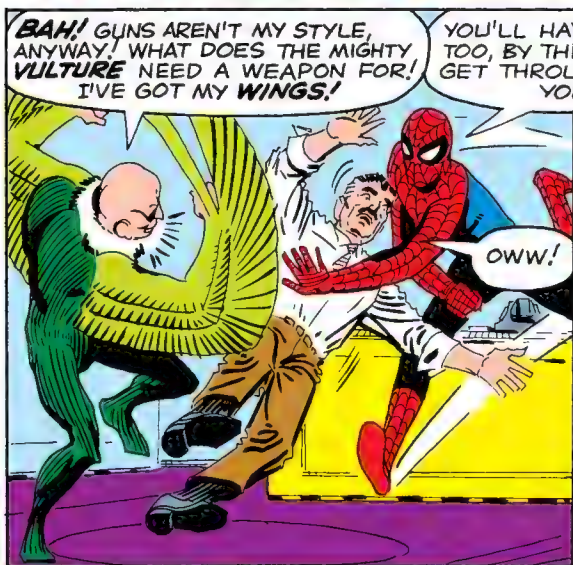
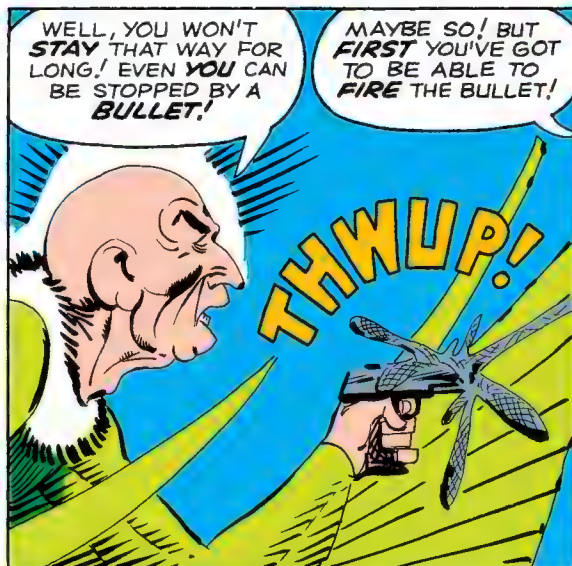


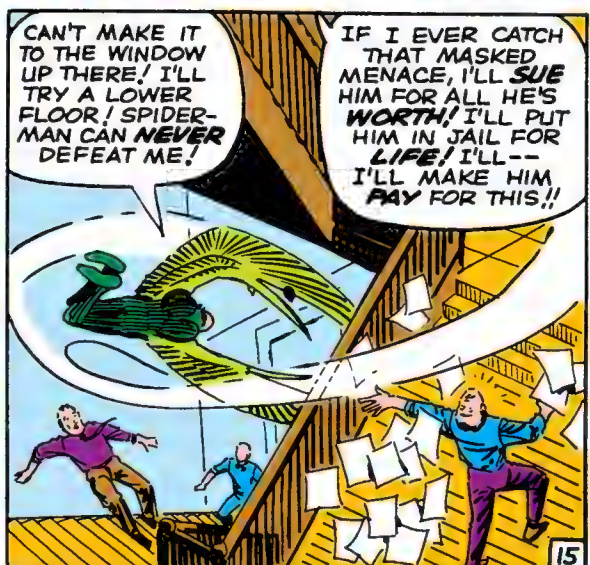
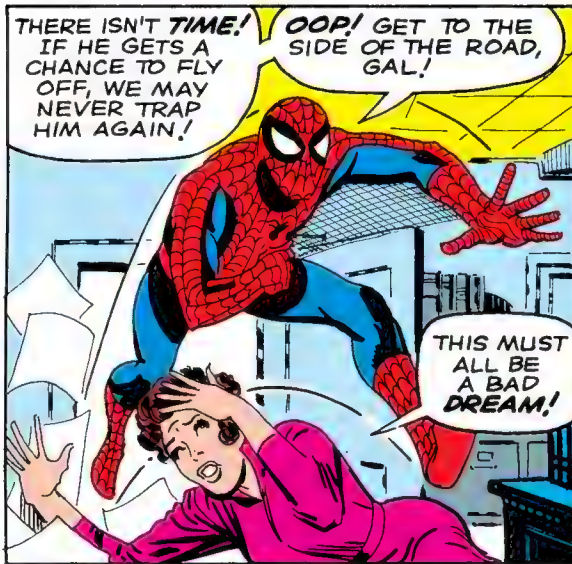
GREETINGS, JAMESON! IF YOU'LL PAY FOR A MERE **PHOTO** OF ME, WHAT WILL YOU GIVE FOR THE VULTURE IN THE **FLESH??!**

HOLY COW! IT'S **HIM!**

THE **VULTURE!!**





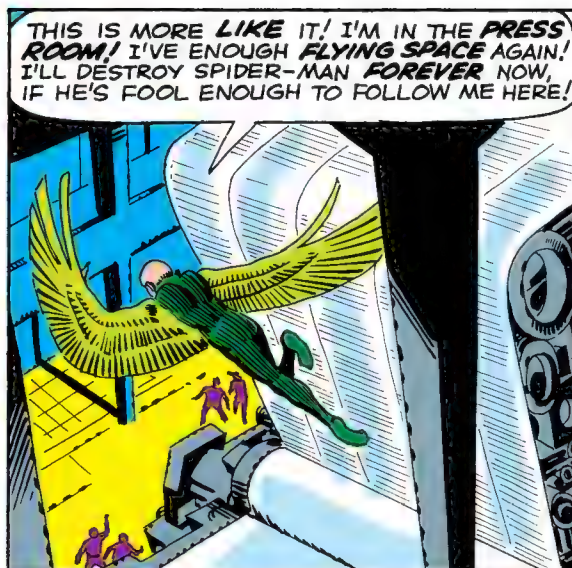




THIS ISN'T EXACTLY FLYING... BUT IT'LL SERVE MY PURPOSE!

WHO'S CHASING WHO?

THE PLACE IS HAUNTED!



THIS IS MORE LIKE IT! I'M IN THE PRESS ROOM! I'VE ENOUGH FLYING SPACE AGAIN! I'LL DESTROY SPIDER-MAN FOREVER NOW, IF HE'S FOOL ENOUGH TO FOLLOW ME HERE!



I HAD A HUNCH THE VULTURE WOULD LAND DOWN HERE!

THE ODDS ARE ALL IN HIS FAVOR NOW... BUT THAT NEVER STOPPED ME BEFORE!

HE DOESN'T SEE ME YET... SO HERE GOES NOTHING!

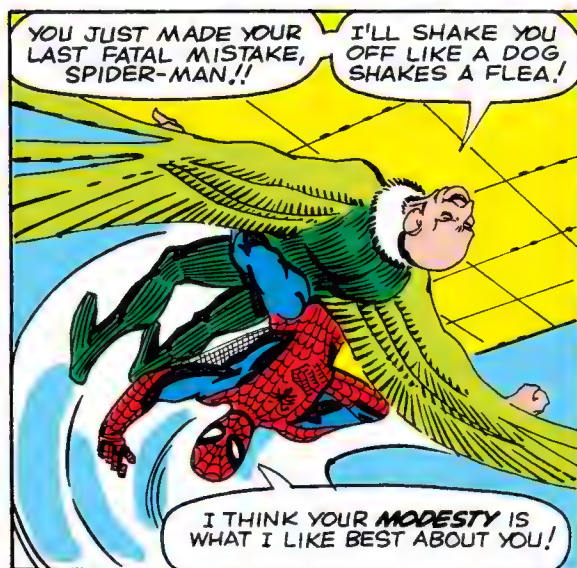


HEY!! WHA--??

WELL, IT SURE ISN'T THE LONE RANGER!

DIDN'T EXPECT ME SO SOON, DID YOU?

IT'S YOU AGAIN!!



YOU JUST MADE YOUR LAST FATAL MISTAKE, SPIDER-MAN!!

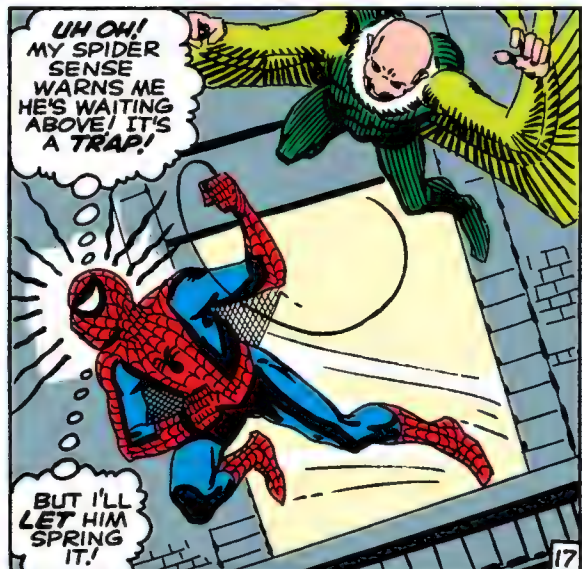
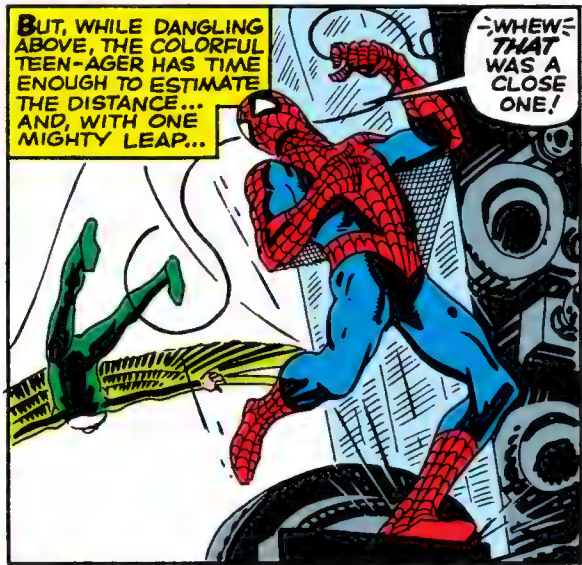
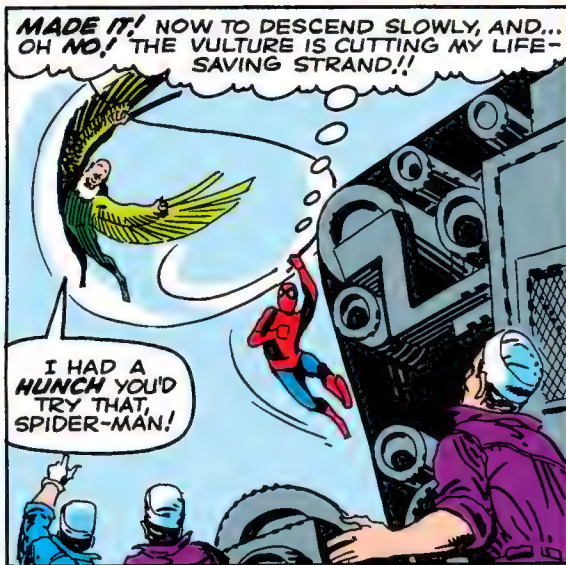
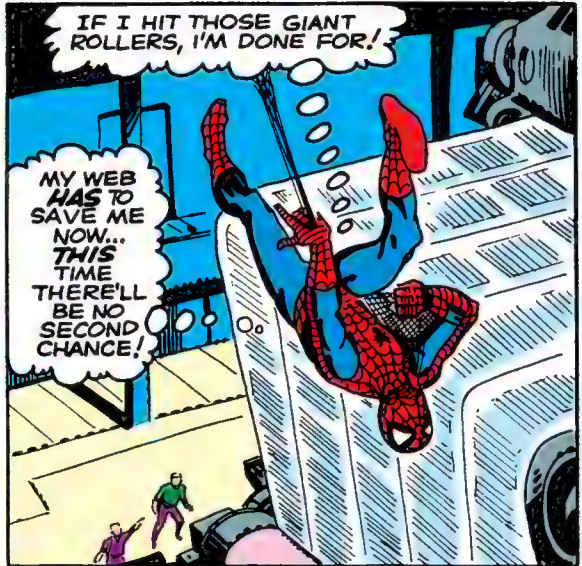
I'LL SHAKE YOU OFF LIKE A DOG, SHAKES A FLEA!

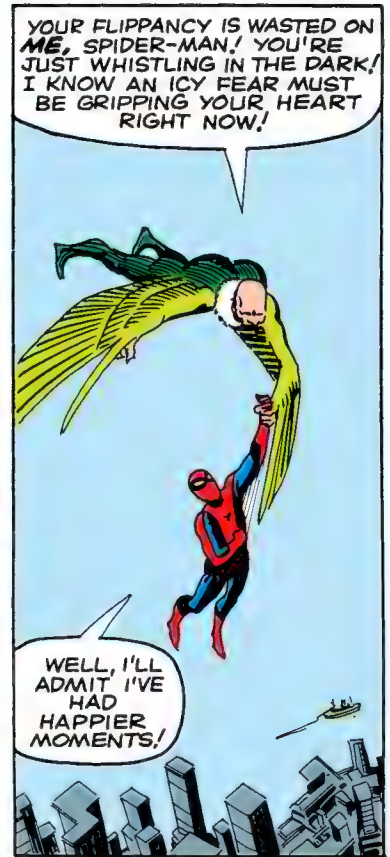
I THINK YOUR MODESTY IS WHAT I LIKE BEST ABOUT YOU!

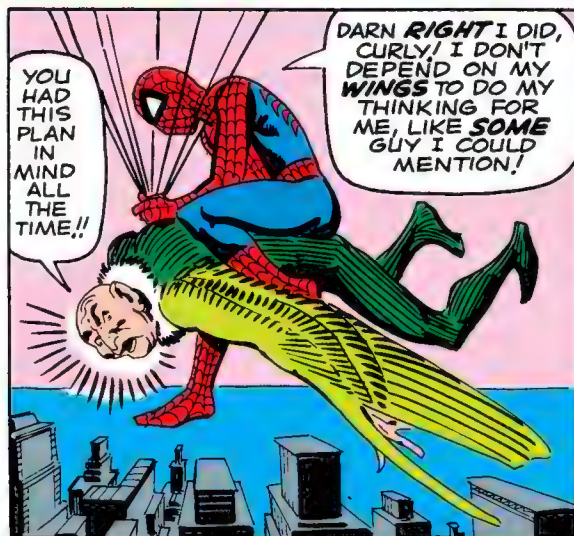
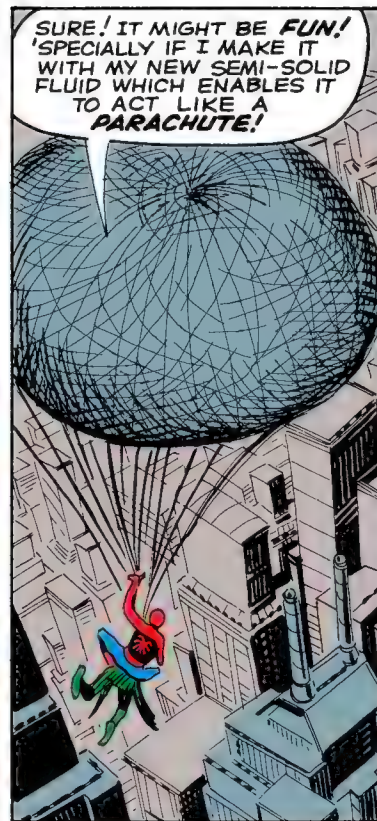
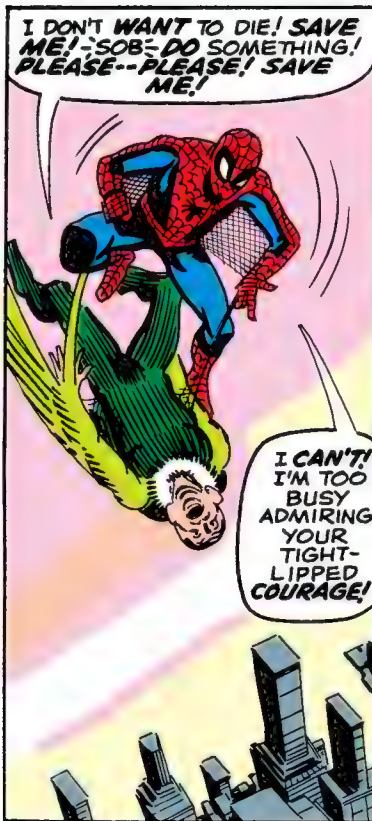


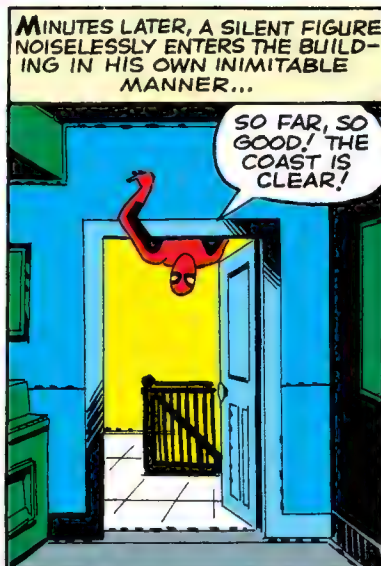
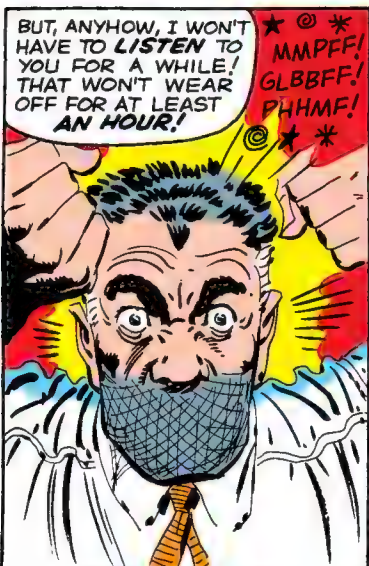
LET'S SEE IF A WISE-CRACK WILL HELP YOU ONCE YOU'RE FALLING INTO THOSE BIG PRESS ROLLERS!

I'VE GOT TO KEEP RIB-BING HIM! MY ONLY CHANCE IS TO MAKE HIM SO ANGRY THAT HE WON'T NOTICE MY INJURED ARM!









AND, WITHIN SECONDS, THE AMAZING **SPIDER-MAN** VANISHES, TO BE REPLACED BY A SLING-WEARING, INNOCENT-LOOKING PETER PARKER!

THE WORST THING ABOUT BEING SPIDER-MAN IS **CHANGING CLOTHES** A ZILLION TIMES A DAY!

OH WELL... IT KEEPS ME OUT OF THE POOL ROOM!

HI, BETTY! WHAT ARE YOU DOING BEHIND THAT **DESK?**

IT'S THE ONLY SAFE PLACE, PETER! THIS OFFICE WAS A **MADHOUSE** A FEW MINUTES AGO!

MIND IF I **JOIN** YOU?

BE MY GUEST!

BY THE WAY, WHERE WERE YOU WHILE SPIDER-MAN WAS BATTLING THE VULTURE?

ME? OH... I WAS HIDING IN A **CLOSET!**

I'M AFRAID I'M JUST NOT THE HEROIC TYPE!

NEITHER AM I! MAYBE THAT'S WHY I **LIKE** YOU SO MUCH, PETER! AT LEAST, YOU DON'T PRETEND TO BE WHAT YOU'RE NOT!

BOY! IF SHE ONLY **KNEW!!**

*!!MMPFF!! GRRMPPFF!! *!!*!!2!

LOOK! MISTER JAMESON CAN'T TALK! I WONDER WHAT'S **WRONG** WITH HIM?

WRONG? IT'S AN **IMPROVE-MENT!**

PETER, SOMETIMES I GET THE FEELING THAT YOU'RE LAUGHING AT A SECRET LITTLE JOKE THAT'S ALL YOUR OWN!

IF YOU KEEP USING THAT **COOL PERFUME**, BETTY, I MAY BREAK DOWN AND **TELL** YOU ABOUT IT SOME DAY!

PETER PARKER! THAT'S THE CLOSEST THING TO A ROMANTIC REMARK I'VE EVER HEARD YOU SAY!

GOSH, I CAN BE **MORE** ROMANTIC THAN **THAT!** HERE, REST YOUR HEAD ON MY SHOULDER, BLUE EYES, AND LET'S ENJOY THE SILENCE!

BUT WHAT WILL **MR. JAMESON** SAY?

NOTHING, BABY... FOR AT LEAST AN HOUR!

the **END**

WE ADMIT IT! THIS ISN'T A TYPICAL ENDING FOR A TYPICAL SUPER-HERO TALE! BUT, WE'VE NEVER CLAIMED THAT SPIDER-MAN WAS A TYPICAL SUPER-HERO! IN FACT, **NEXT** ISSUE, HE DOES SOME **VERY** UNTYPICAL THINGS! BUT, SEE FOR YOURSELF WHEN WE MEET AGAIN!



SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve,

"Nothing Can Stop the Sandman" was more than a well-written, well-drawn story of a battle between a super-hero and a super-villain. It was, in my humble opinion, the most reasonable account ever written of a day in the life of a super-hero. His problems, his triumphs, and his thoughts were all covered thoroughly in your story. Although Peter Parker's bizarre costume makes him appear bigger than life (which after all is its purpose beside hiding his identity), this story carefully painted a picture of a teenager with super abilities wondering if they are really a gift. Other episodes like his problems with the torn mask, J. J. Jameson's hate for him, and his girl troubles all made for the best portrait of a super-hero's life ever written. I could hardly help feeling I actually knew Spider-Man personally. Of course, Sandman was an ingenious villain. His simple powers were just perfect and proved a match for Spider-Man. Continue Spider-Man in his present vein and he will run till, as you say, "Peter Parker picks a peck of pickled peppers."

Joe Finley
Route 4
Sparta, Tenn.

Didn't anyone ever tell you, Joe—if you can't say something NICE about a fella, don't say anything! But seriously, if we're half as good as you imply, then we're twice as pleased as you!

Dear Stan and Steve,

I think Peter Parker should have a girl friend who sticks up for him when he's being bullied; and I don't mean some chick who's homely, wears specs and a sack dress, with black-and-white saddle shoes, or is as science-minded as he is. I mean a doll with a good figure, get-up-and-go, who digs jazz and rock-and-roll. You follow me?

Sidney Wright
Worcester, Mass.

No, Sid, but we'd sure follow HER!

Dear Stan and Steve,

May I congratulate you (or should it be thank you) for the tremendous quality of AMAZING SPIDER-MAN. Originally, (meaning AMAZING FANTASY #15) he was a run-of-the-mill deadbeat, typical of the baleful boredom which sometimes prevailed in your comics. The Ditko art, pitifully primitive, lacked imagination, and made one believe that Steve was a doting, senile old codger who you kept on your staff because you didn't have the heart to fire him. But no longer! The plots now ring with originality, and the villains are as vibrant as life. And Ditko — now I picture him as a lively, eager 25 year old! His SPIDER-MAN is one of the best heroes today. No longer does Steve have the same ol' faces in each story gazing toward the rest of an empty panel. He's helped most of all to bring the AMAZING SPIDER-MAN right up to the top of the MARVEL COMICS GROUP — some people now put him over the fabulous FANTASTIC FOUR (folks in fandom that is) and the brilliant SGT. FURY! And it's not the same old Stan Lee either — whose claims of "We're superior! We're different! We're the best! We're too great for words!" were trying to promote his own work (sort of like most of your competitors). I don't know if their stuff has deteriorated or whether you have improved that

much, but the competition now seems like echh! Each person in the plot(s) is a complete world, down to the bow tie and personality. Wow — now that I've cleared my head, I know what I should have said at the beginning — may I thank you for the tremendous quality of AMAZING SPIDER-MAN!

Paul Gambaccini
8 Elizabeth Drive
Westport, Conn.

We appreciate your praise, Paul, but feel we must pause for a serious word to you, and all of fandom. We don't feel it's fair for you to knock any other group of magazines while boosting ours. After all, it's just a matter of taste—and there are probably many fans who prefer our competitors' mags to ours. There are many fine talents producing well-written and well-drawn stories at other houses beside MARVEL. While we admit we try to create the greatest comics possible, we feel it isn't proper to comment about mags other than our own on these pages. Okay?

Dear Stan and Steve,

I just got issue #4 of the AMAZING SPIDER-MAN, and it is the greatest of all the Spider-Man issues. Sandman is the best villain he has ever fought. I think the word "Amazing" should be left on the title of the comic, for I think it is a part of the title, and Spider-Man is amazing. I would like to see Spider-Man talking with the spiders like the Ant-Man does with ants, and the Wasp does with the wasps.

Larry Rothenberger
906 Jackson St.
Wausau, Wisconsin

And we suppose you'd like to see IRON MAN talking with pieces of IRON? Oh well, as usual, we'll wait for the comments from our fans out there in mag-land!

SPIDER SCRATCHINGS:

(Due to lack of space, we can't print these letters in their entirety, but we try to include as many interesting comments as we can.)

"You ought to have Spider-Man in the army or navy helping them."—Zane Smith, Carthage, Mo. . . "Your July issue of Spider-Man was so good that I had to write or explode."—Marshall Barroll, Chestertown, Md. . . "The F.F. will be sorry they turned down Spider-Man when he wanted to join up!"—Herbie Clayburn, Jr., N. Y. C., N. Y. . . "Dr. Octopus has just got to make a comeback."—Leonard Tirado, Brooklyn, N. Y. . . "Keep the public wary of Spider-Man, and keep him a 'loner'."—Danny DeVere, Haskell, N. J. . . "I think Spider-Man should have a super partner to help him out even if he doesn't need help."—Robert Dwyer, Marlboro, Mass. . . "We found a clubhouse for our Spider-Man Club, and it's full of spiders! Would you give us a good name for our clubhouse?"—Ricky Gil, Los Angeles, Cal. (Ed. note: How about the SPIDER-MANSION?) . . . "Until I ran across your Spider-Man I would not even go near a comic for fear of somebody ribbing me, but this book opens up an entirely new field in comic history."—Mike Roese, Fort Wayne, Ind. . . "I'd like to see Spider-Man and the Torch come together again."—Michael Bissonnette, Chicopee Falls, Mass.

CONTINUED . . .

CONTINUED...

Dear Stan and Steve,

SPIDER-MAN is improving as I knew he would have to after seeing how the F.F. improved. Thanks for making it monthly. I like the way you answer the letters — you don't beat around the bush, but get straight to the point. What's even more important, you speak our language and remember to say "thanks" which is something rarely done in the letters section of a comic.

Christine Cassello
8017 S. Muskegon
Chicago 17, Ill.

Yep, that's ONE thing you can say about us, Chris — our mags may be riddled with errors, our fans may be deserting us in droves, Stan and Steve may be running out of ideas, but one thing is for sure — we're polite! Nice of you to notice, gal — thanks.

Dear Stan and Steve,

I read the story about Dr. Octopus in SPIDER-MAN and it was great. Now in the part where Spider-Man says, "It's almost too easy. I've run out of enemies who can give me any real opposition." . . . that certainly isn't true. Every issue gives him a very powerful foe to fight. (Except for that, the whole thing was perfect.) When Spider-Man sees Dr. Octopus, the arms are coming out of his suit. Did the arms become a part of him, or were they just covered up? I liked the appearance of the Human Torch. No matter what anybody else says about it, he spoke the greatest words I have ever heard. I think Spider-Man is a great, great hero, and I'd like to see him printed for another trillion years.

Franz Wright
132 Douglass St.
San Francisco 14, Cal.

So would WE, Franz, but let's be practical . . . we might have to settle for just a million or two! About Doc Ock's arms, to all intents and purposes they ARE part of him now.

Dear Stan and Steve,

It is my opinion that SPIDER-MAN #2 was the finest all-around comic magazine I've read in the past three or four years. For overall excellence it simply couldn't be matched. The artwork was truly superb, the finest Ditko art I've seen anywhere. The gothic settings (perhaps I should say semi-gothic) were ideally suited, since Spider-Man himself is something of a weird story hero, and should feel right at home in such a background. The stories were also extremely good, on all counts. #2 was a great surprise to me after reading the sorry mess you had created in #1, and I was all set to wave flags and blare out the news with brass bands when issue #3 hit the stands. However, I was disappointed. Maybe you people just work in short tremendous creative spurts or something, but I found #3 a great letdown. The story itself was good, better than most comic stories these days, but the art . . . Ditko plunged from one extreme to another. The art in #3 looked as though he had done it with a rat's tail, blindfolded perhaps. The misshapen figures and the appalling lack of anything resembling passable detail leads me to believe he must have done the whole comic in a mad rush. I certainly hope you will bring Spider-Man back up to the pinnacle of excellence you established for him with issue #2. He's such a unique and truly great character, he deserves only your best attentions.

Bob Jennings
3819 Chambers Drive
Nashville 11, Tenn.

Admit it, Bob — how much did THE HUMAN TORCH pay you to write that letter? You know we don't draw with rats' tails — they're too expensive! We use our fingernails, like everyone else!



SPECIAL ANNOUNCEMENTS SECTION:

Here it is, the section we like best! A place for us to get together, relax a while, and chew the fat about comic mags. First of all, let's start with an interesting announcement about one of SPIDER-MAN's ex-villains...

- Remember the SANDMAN? Well, he made such a hit in SPIDERMAN #4 that we brought him back in another Marvel mag! And so, you'll find ol' Sandy in STRANGE TALES #115, fighting the HUMAN TORCH! It should be fun to see how Torch fares against one of Pete Parker's most dangerous waltzing partners! STRANGE TALES #15 is on sale now — we think!
- Earth-shaking bulletin #2: Ask us who the guest star is in FANTASTIC FOUR #21! Go on, ASK us! Well, it's SGT. FURY! And if you're wondering how we managed to fit HIM into a story involving a different kind of super-villain with a totally different kind of super-power, there's one way to find out — and you know what THAT is!
- We've got so much to talk about, we don't know where to begin! It looks as though our two new mags, X-MEN and THE AVENGERS are destined to be runaway best-sellers! And there's been a lot of talk about DR. STRANGE (In STRANGE TALES, of course). Those that don't like him really HATE the poor guy — and those who like him are WILD about him! Nobody's neutral! We'll give you the result of the pro-and-con count in a few issues. Meantime, if you haven't seen him yet, he's done by Stan and Steve — 'nuff said!
- By the way, don't delay in letting us know how you like the big changes in TALES to ASTONISH and TALES OF SUSPENSE! Ant-Man, as you know, has become GIANT-MAN. And IRON MAN — well, you'll have to SEE what we've done to him! Hope you like it! (That's probably the most unnecessary phrase ever written! If you DON'T like the mags we edit for you, we'll shoot ourselves!)
- Here's our most difficult announcement: We want to ask your permission to discontinue this letters section! Now hold on, before you hit the ceiling! We KNOW you enjoy these two pages! WE enjoy 'em, too! But, they take HOURS to put together — to select the letters, write the copy, etc., and we'd rather spend that time producing new strips for you. We feel it would be best to have only one clearing house for all Marvel Mail, and that would be the FANTASTIC FOUR Mag. So, how about it? Suppose all the mail for all the Marvel Mags is sent to FF? That'll give SPIDER-MAN two extra pages for longer stories, features, or what-have-you! We'll do nothing till we hear from you, so let us know. But, as a special favor, we hope you'll tell us you don't mind.
- Okay, time to close shop for now. So let's put away our little webs till next ish, when we'll bring you another book-length epic which all you armchair critics can tear apart to your heart's content! Till then, keep well, keep happy, and keep away from radioactive spiders!



the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

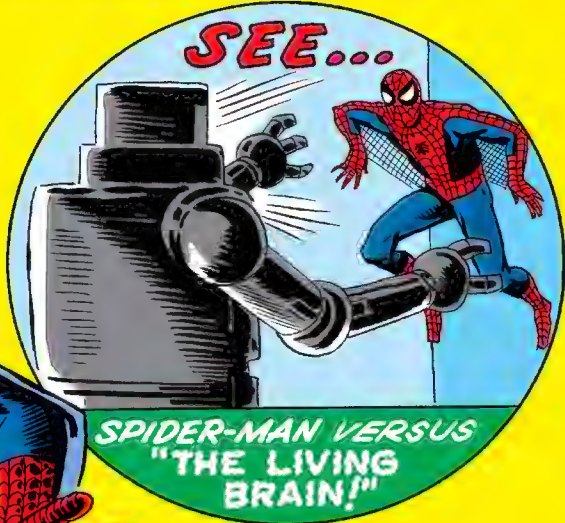
MARVEL
COMICS
GROUP 12¢

IND.

8
JAN.

WWW.MARVEL.COM

SPECIAL "TRIBUTE-TO-TEEN-AGERS" ISSUE!!



SPIDER-MAN VERSUS
"THE LIVING
BRAIN!"



PETER PARKER'S FIGHT
WITH FLASH
THOMPSON!

DON'T MISS
OUR EXTRA
ADDED
ATTRACTION...

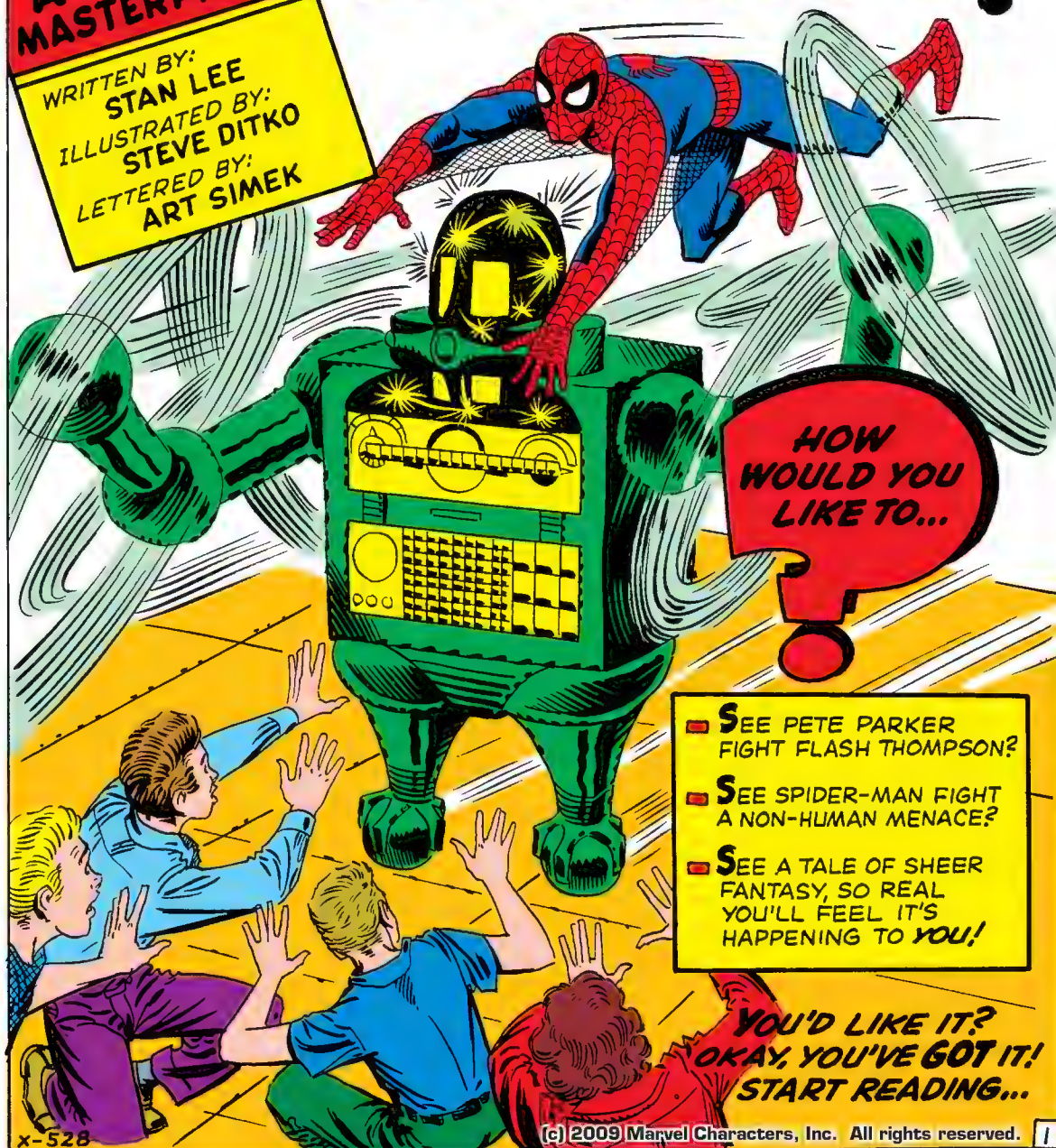
SPIDER-MAN TACKLES "the HUMAN TORCH"



THE TERRIBLE THREAT OF "THE LIVING BRAIN!"

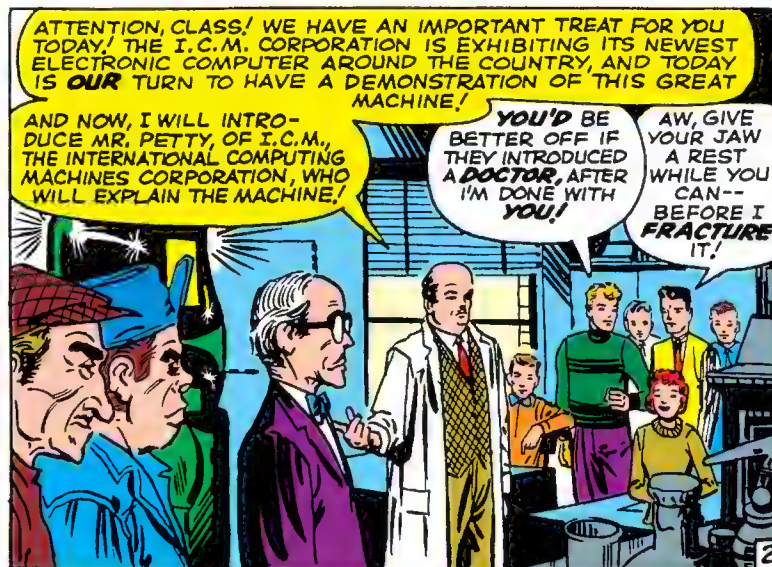
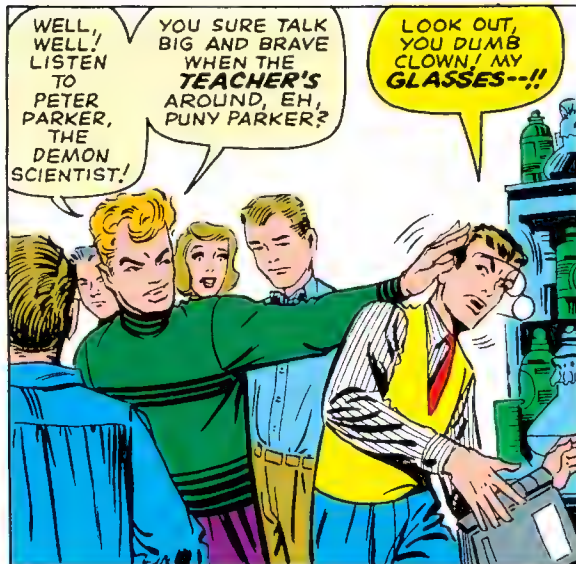
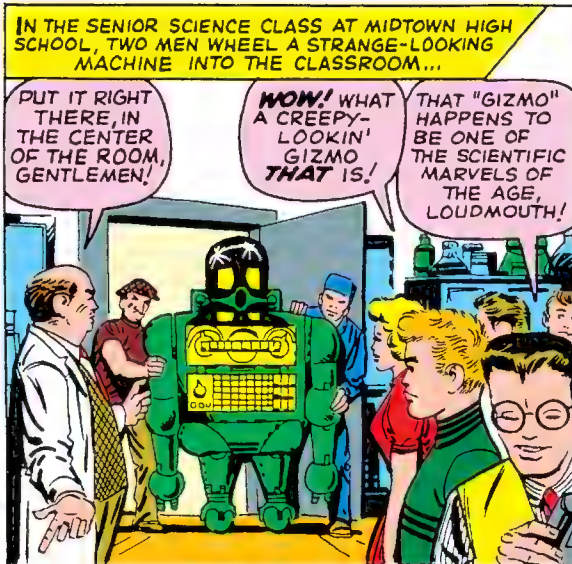
**A MARVEL
MASTERPIECE!**

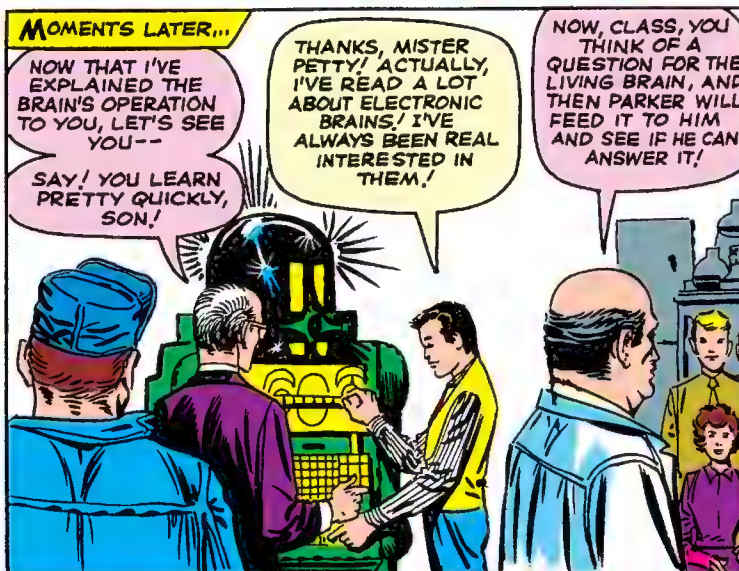
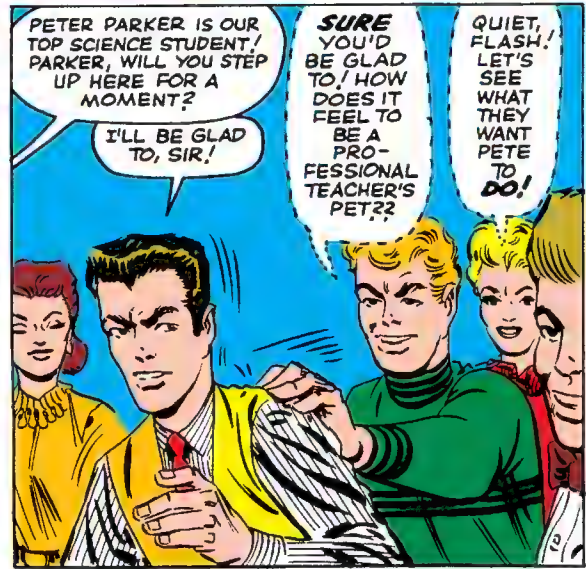
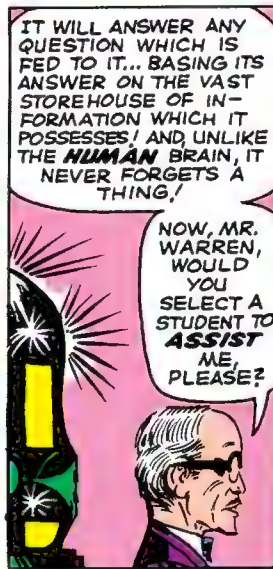
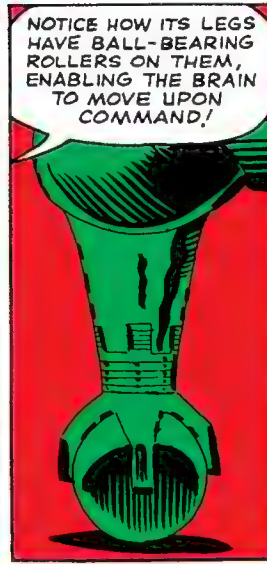
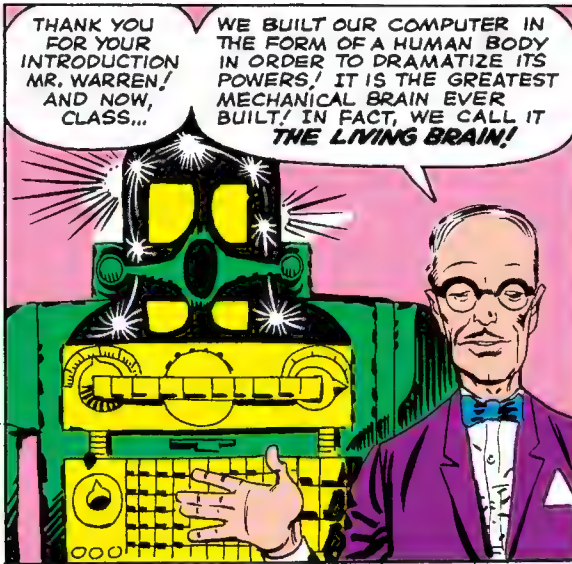
WRITTEN BY:
STAN LEE
ILLUSTRATED BY:
STEVE DITKO
LETTERED BY:
ART SIMEK

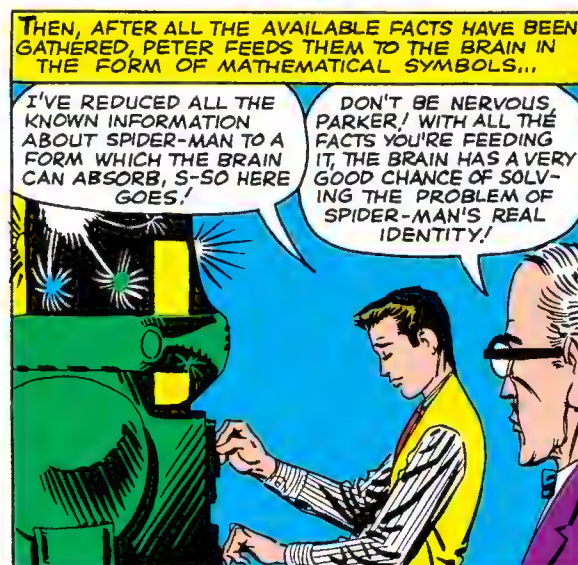
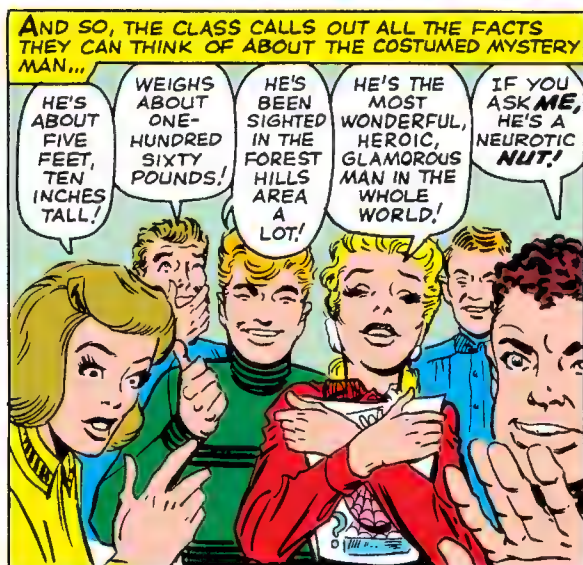
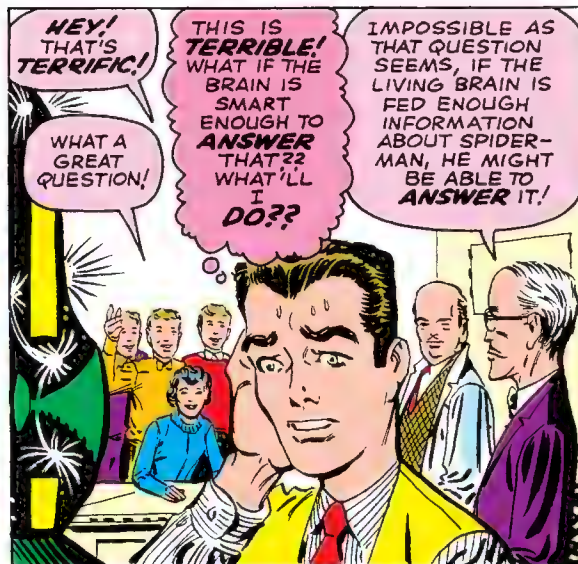


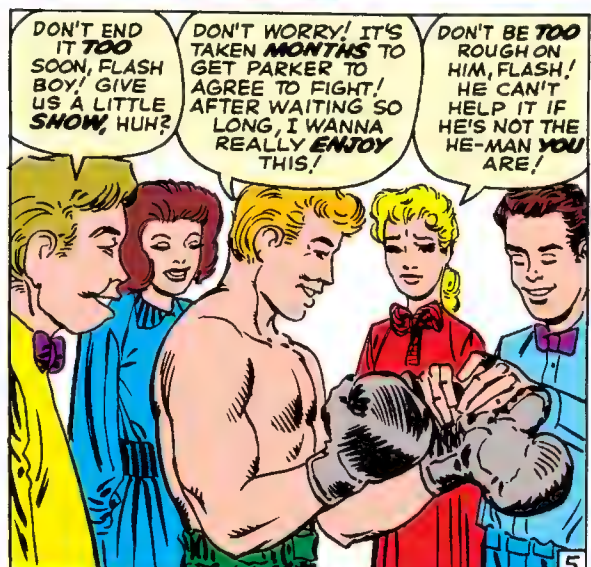
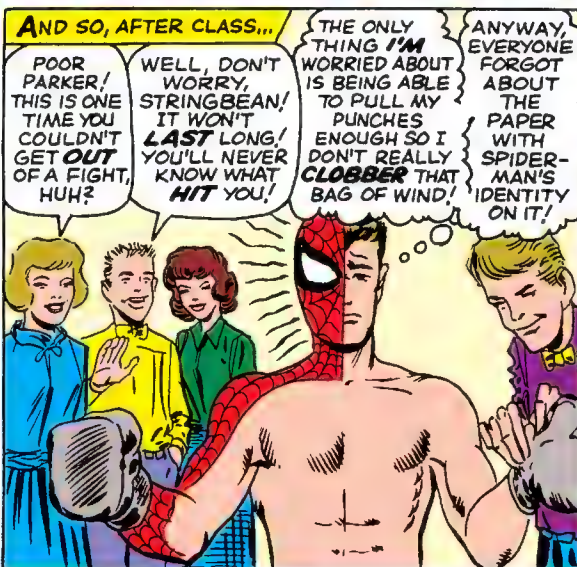
- SEE PETE PARKER FIGHT FLASH THOMPSON?
- SEE SPIDER-MAN FIGHT A NON-HUMAN MENACE?
- SEE A TALE OF SHEER FANTASY, SO REAL YOU'LL FEEL IT'S HAPPENING TO YOU!

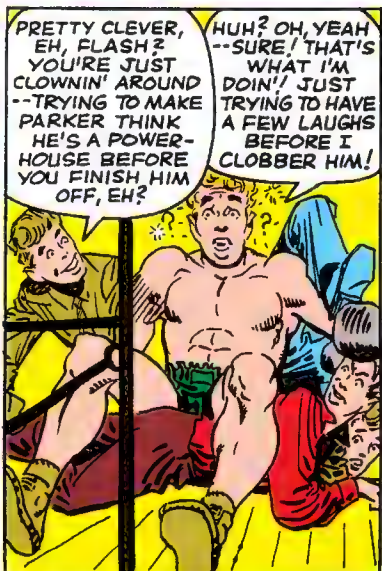
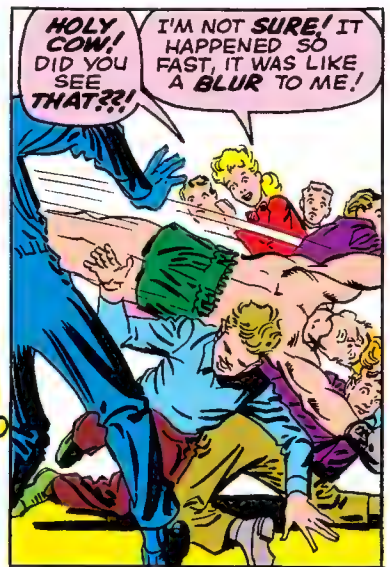
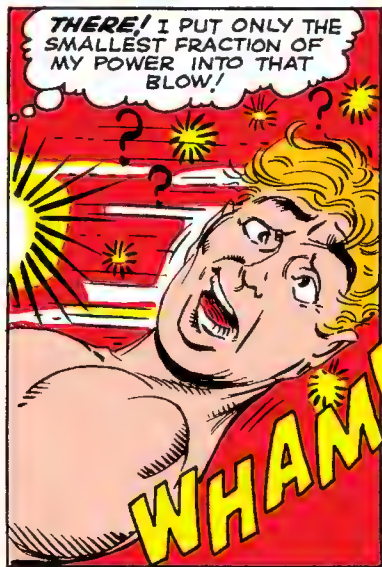
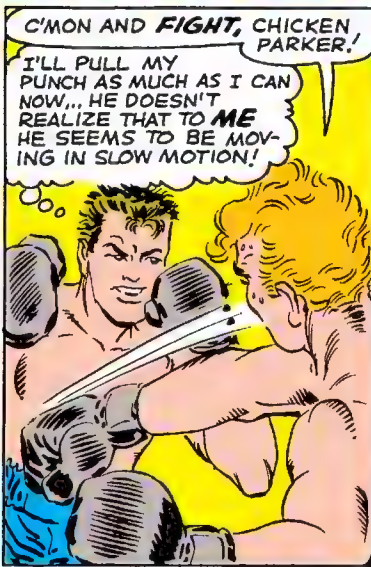
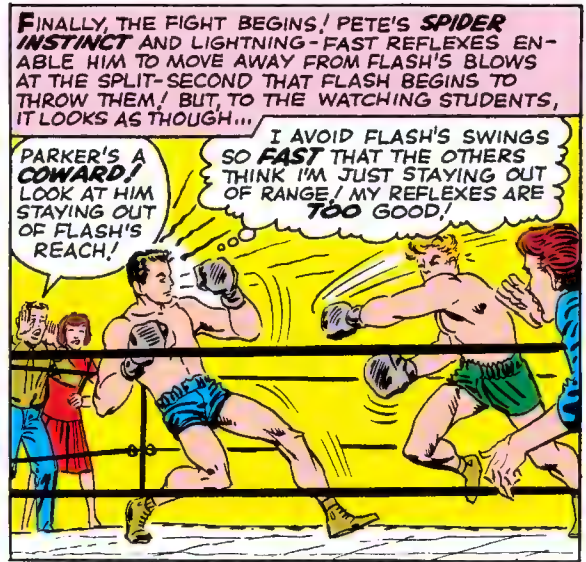
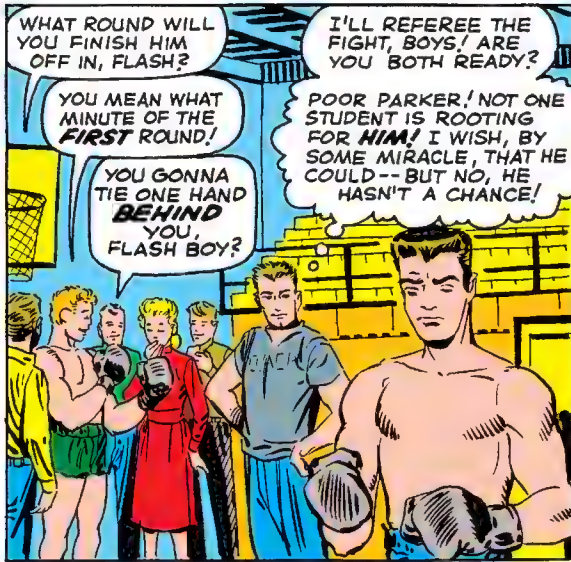
**YOU'D LIKE IT?
OKAY, YOU'VE GOT IT!
START READING...**







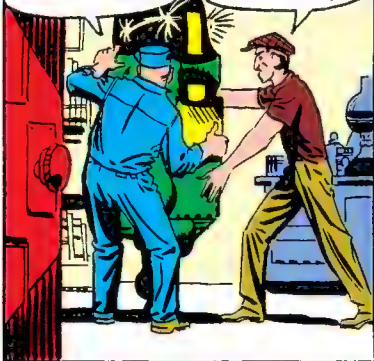




MEANWHILE, ON THE FLOOR ABOVE, WE FIND THE TWO TECHNICIANS ALONE WITH THE GIANT COMPUTING MACHINE...

NOW'S OUR CHANCE TO TAKE THIS MEAL TICKET AND CUT OUT OF HERE!

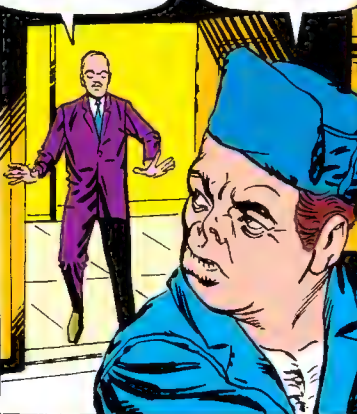
RIGHT! 'MOST EVERYBODY'S DOWN IN THE GYM, WATCHING THE FIGHT!



BUT THERE IS **ONE** MAN WHO IS **NOT** WATCHING THE FIGHT...

WAIT! WHERE ARE YOU TWO GOING WITH THE BRAIN??!

IT'S PETTY! WE'VE GOT TO SHUT HIM UP, FAST!

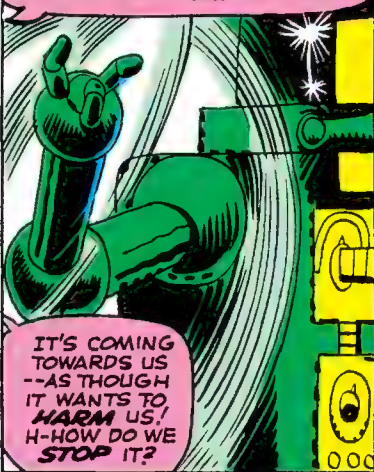


THERE! BY THE TIME HE WAKES UP, WE'LL BE GONE!

HEY-- LOOK OUT! YOU MADE ME BUMP INTO THE BRAIN'S CONTROL PANEL!



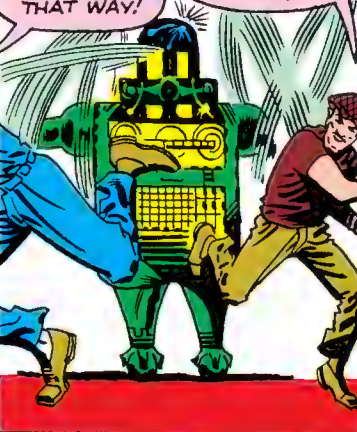
OH NO! I MUST HAVE **SHORT-CIRCUITED** IT! LOOK-- IT'S MOVING BY **ITSELF**! IT-IT NEVER DID **THAT** BEFORE!



IT'S COMING TOWARDS US --AS THOUGH IT WANTS TO **HARM** US! H-HOW DO WE **STOP** IT?

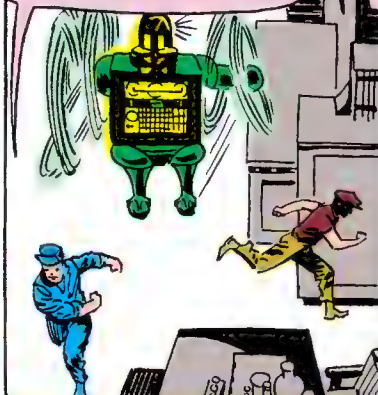
WE CAN'T STOP IT! CAN'T GET **NEAR** IT WHILE ITS ARMS ARE SWINGIN' THAT WAY!

ANYTHING CAN HAPPEN NOW! LET'S GET **OUT** OF HERE-- WHILE WE **CAN**!



IT KEEPS BLOCKING THE EXITS! I'D SWEAR IT DOESN'T **WANT** US TO LEAVE!

WITH ITS STRENGTH, AND ITS INTELLIGENCE, **NOTHING** CAN STOP IT IF IT'S ON A RAMPAGE!

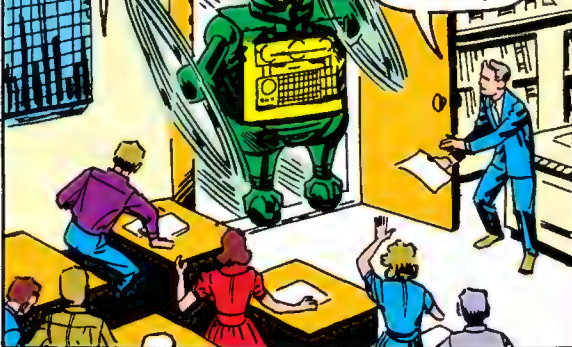


BUT SUDDENLY, THE LIVING BRAIN TAKES A RANDOM TURN, AND...

LOOK! IT-IT'S THE GIANT COMPUTING MACHINE!

BUT NOBODY'S **CONTROLLING** IT!

IT'S RUNNING **WILD**! STAY CLEAR OF THOSE SWINGING ARMS!



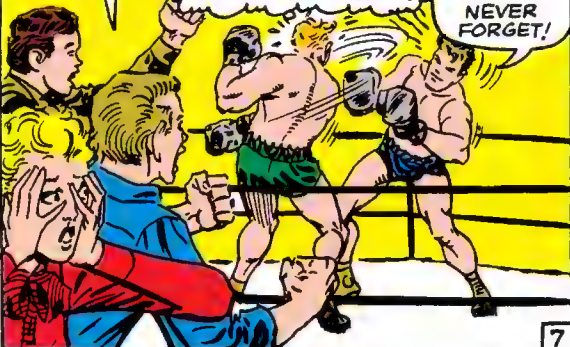
WHILE IN THE GYM BELOW, THE FIGHT GOES ON...

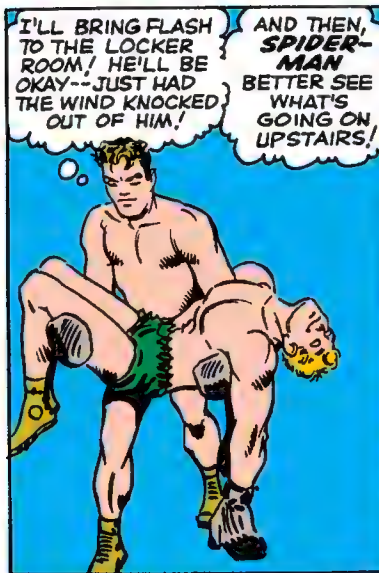
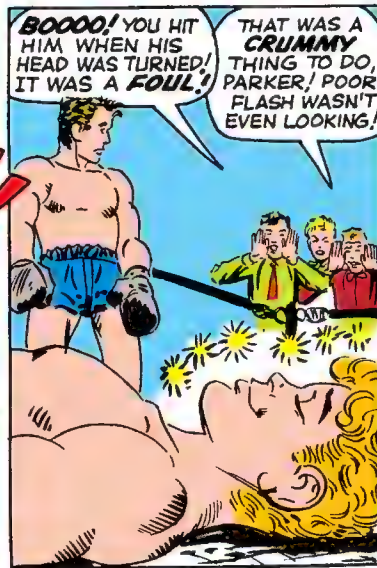
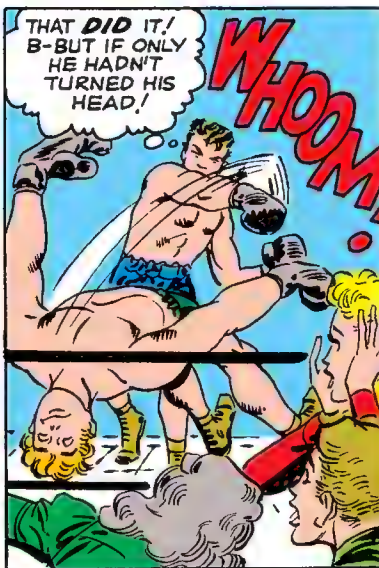
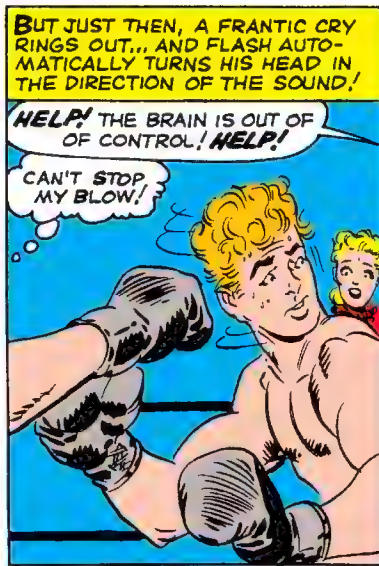
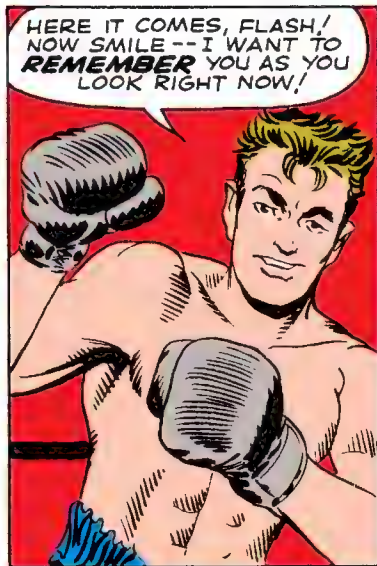
COME ON, FLASH BOY! YOU'VE CARRIED HIM LONG ENOUGH! GIVE 'IM THE OL' ONE-TWO NOW!

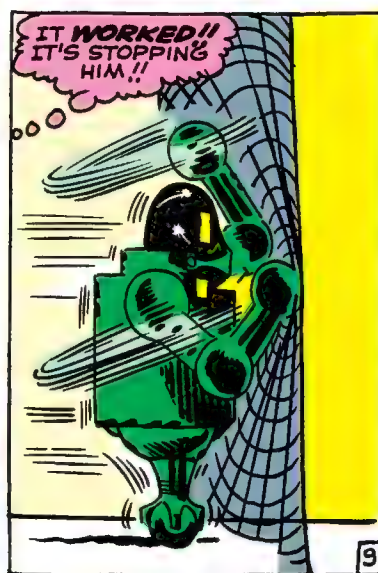
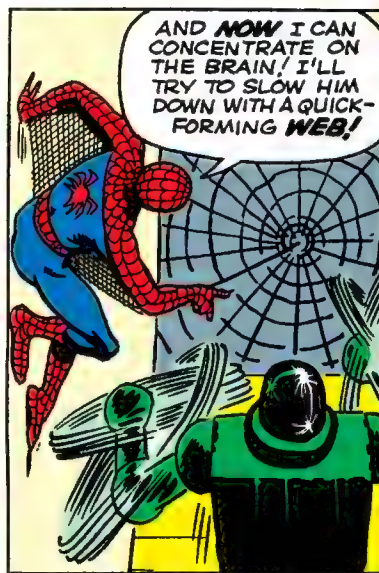
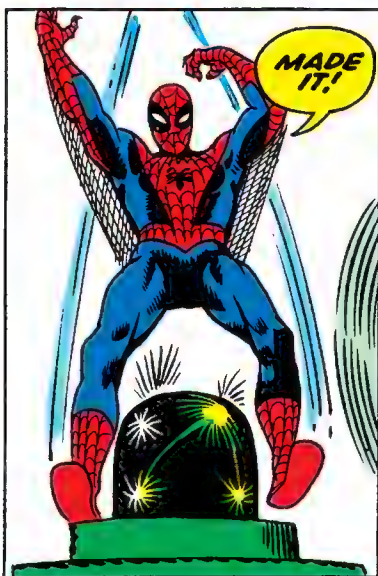
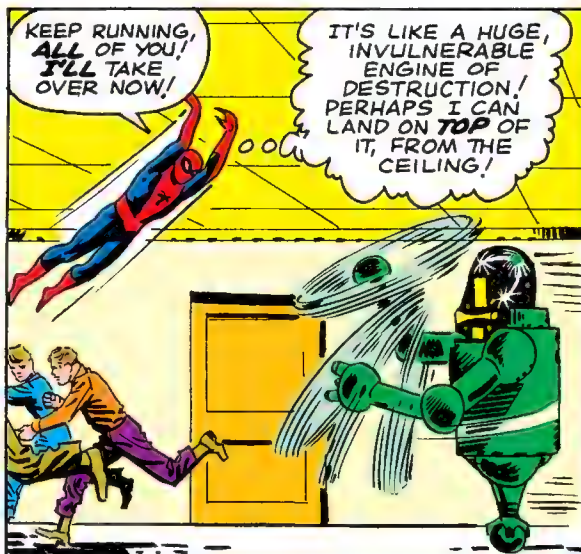
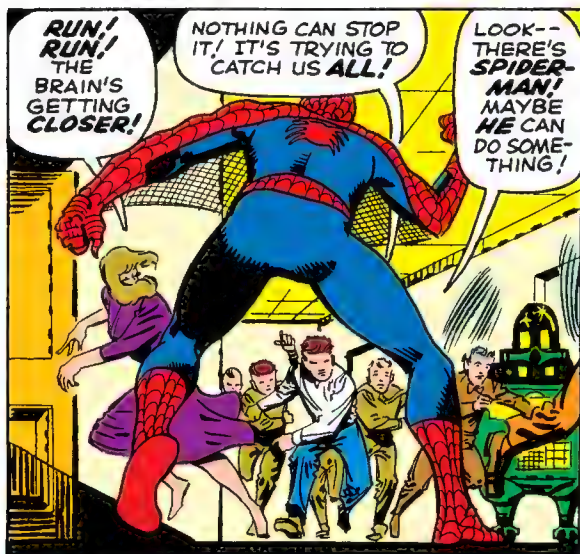
NAW, LET ME PRO-LONG THE AGONY A LITTLE LONGER!

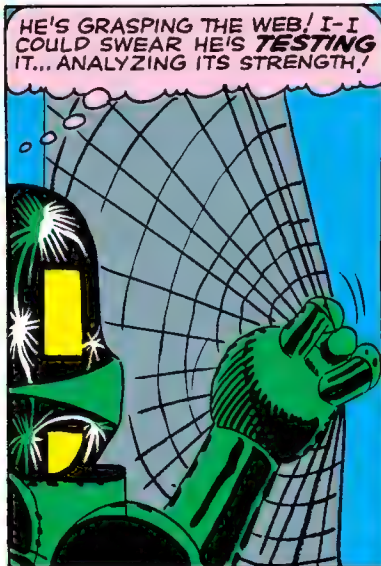
I'M **TRYING** TO FINISH HIM OFF, BUT I **CAN'T**! I DON'T GET IT! HE DODGES EVERY PUNCH WITHOUT EVEN **TRYIN'**!

OKAY, LOUD MOUTH! THE FUN'S OVER! NOW YOU'RE GONNA LEARN A LESSON YOU'LL NEVER FORGET!







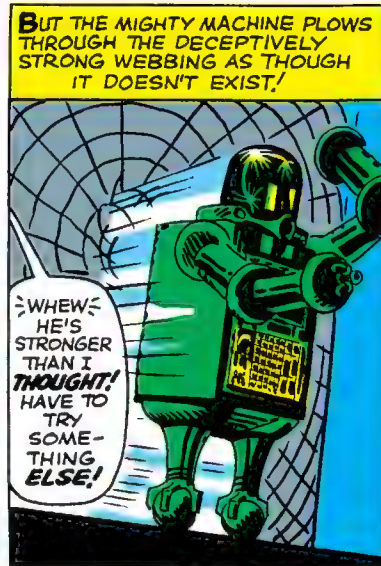


HE'S GRASPING THE WEB! I-I COULD SWEAR HE'S **TESTING** IT... ANALYZING ITS STRENGTH!



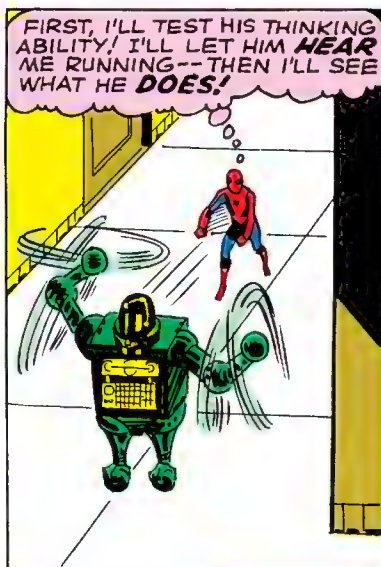
I HEAR HIS GEARS MOVING... AS THOUGH HE'S DECIDING HOW MUCH PRESSURE TO APPLY!!

AW, THAT'S **IMPOSSIBLE!** HE CAN'T BREAK MY WEB!



BUT THE MIGHTY MACHINE PLOWS THROUGH THE DECEPTIVELY STRONG WEBBING AS THOUGH IT DOESN'T EXIST!

WHEW! HE'S STRONGER THAN I **THOUGHT!** HAVE TO TRY SOMETHING **ELSE!**



FIRST, I'LL TEST HIS THINKING ABILITY! I'LL LET HIM **HEAR** ME RUNNING-- THEN I'LL SEE WHAT HE **DOES!**



HE **DOES** THINK! LIKE A **HUMAN!** AT THE SOUND OF MY FOOTSTEPS HE **TURNED...**

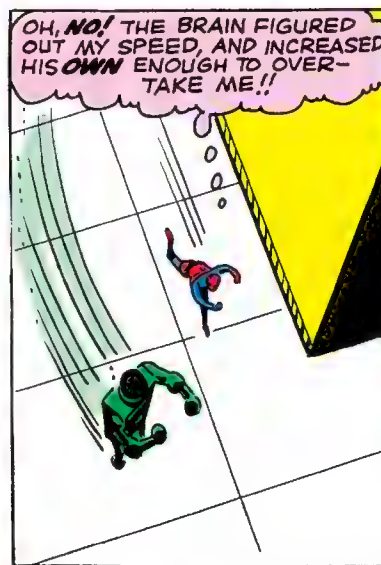


HE'S EXTENDING HIS ARMS, STRIKING AT ME... AS A **MAN** WOULD! AND HE'S **FAST!** FASTER THAN I WOULD HAVE GUESSED!



HE **KNOWS** I'M AN ENEMY! HE'S **AFTER** ME!

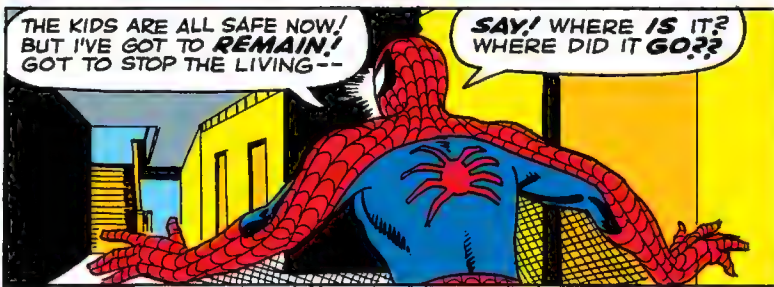
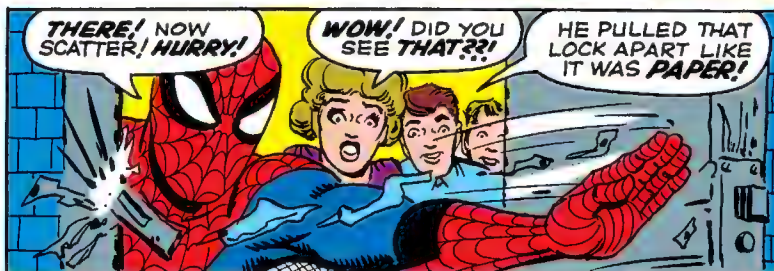
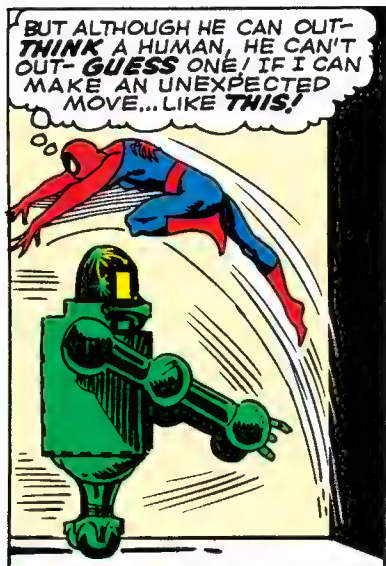
I'VE GOT TO STAY OUT OF REACH OF THOSE POWERFUL ARMS!

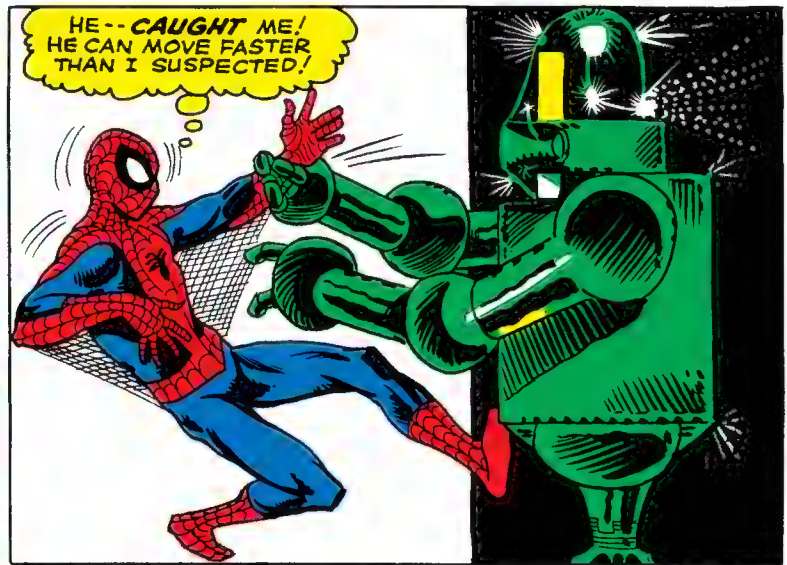
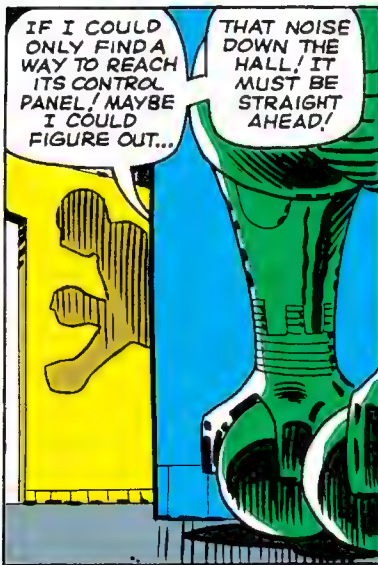
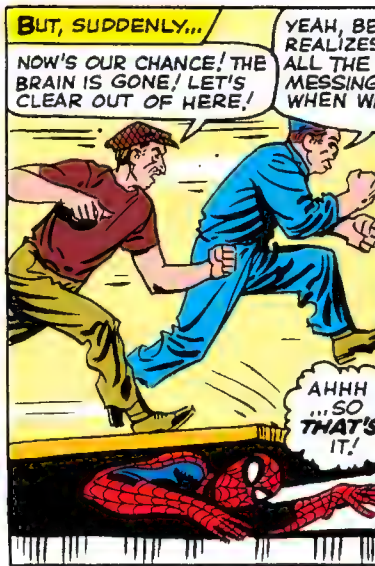


OH, **NO!** THE BRAIN FIGURED OUT MY SPEED, AND INCREASED HIS **OWN** ENOUGH TO OVERTAKE ME!!



HE OUT-MANEUVERED ME! HE REALLY **IS** THE FASTEST THINKING MACHINE ON EARTH!! I-I'M **TRAPPED!**





THEN, THE LIVING BRAIN SUDDENLY SPINS SPIDER-MAN AROUND AND RELEASES HIM, IN AN EFFORT TO DASH HIM AGAINST THE WALL!

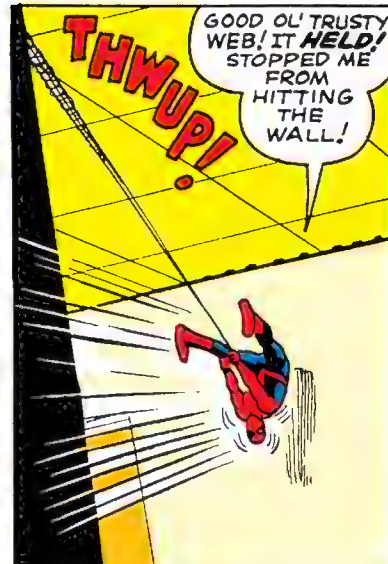


HE REALIZES MY STRENGTH NOW! HE'S TAKING NO CHANCES WITH ME!

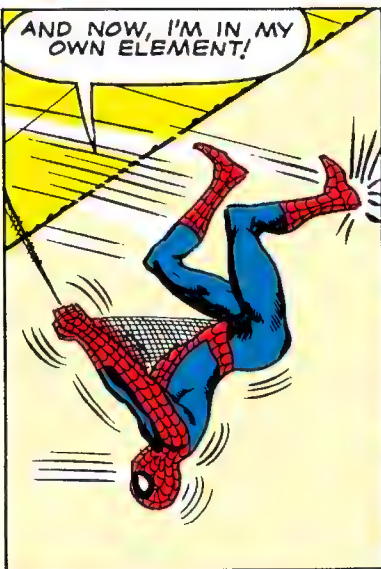
BUT THE MASKED TEEN-AGER SAVES HIMSELF BY A LIGHTNING-FAST MANEUVER...



GOOD THING I LOADED MY VIAL WITH ENOUGH WEB FLUID THIS MORNING!



GOOD OL' TRUSTY WEB! IT HELD! STOPPED ME FROM HITTING THE WALL!



AND NOW, I'M IN MY OWN ELEMENT!

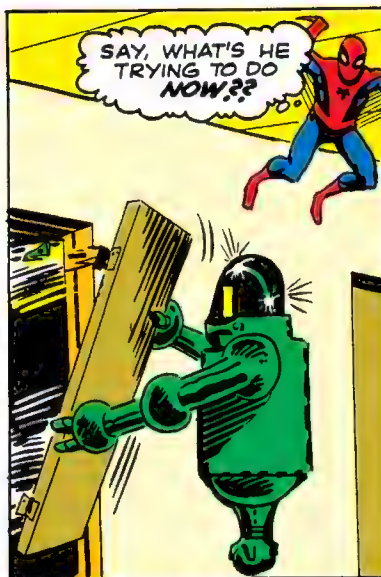


BETTER CLING TO THE CEILING WHILE I PLAN MY NEXT MOVE!

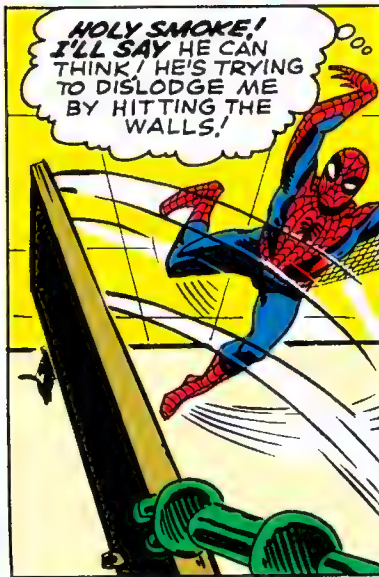


LUCKILY, I'M JUST OUT OF HIS REACH!

BUT I CAN'T STAY UP HERE FOREVER!



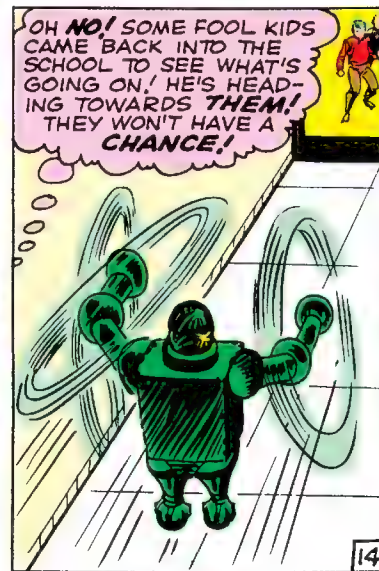
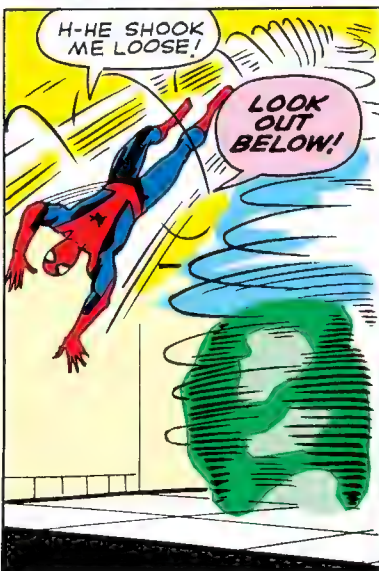
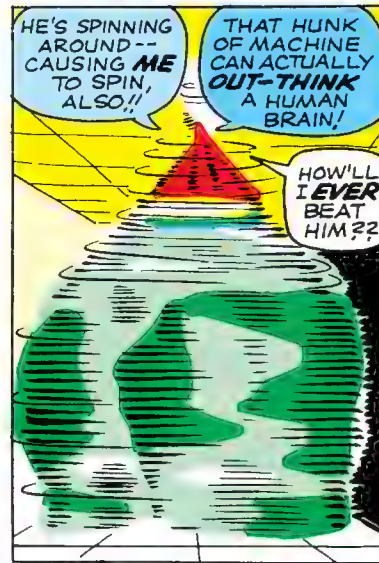
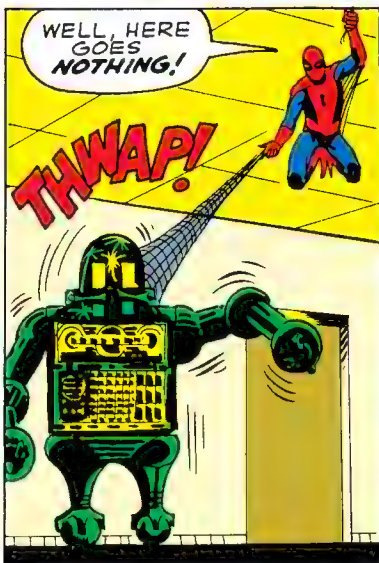
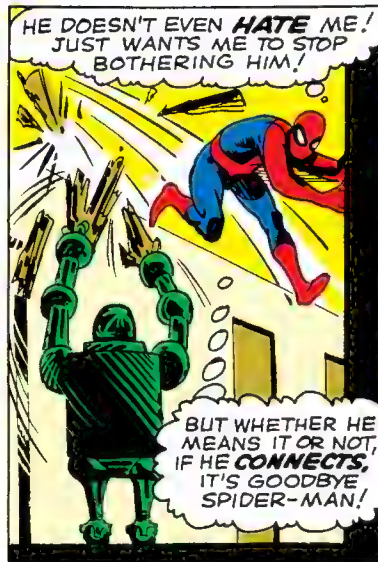
SAY, WHAT'S HE TRYING TO DO NOW??

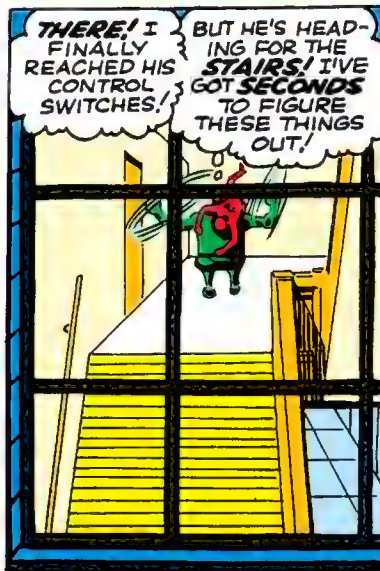
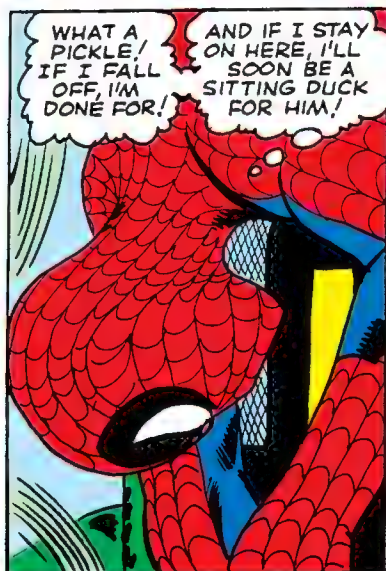
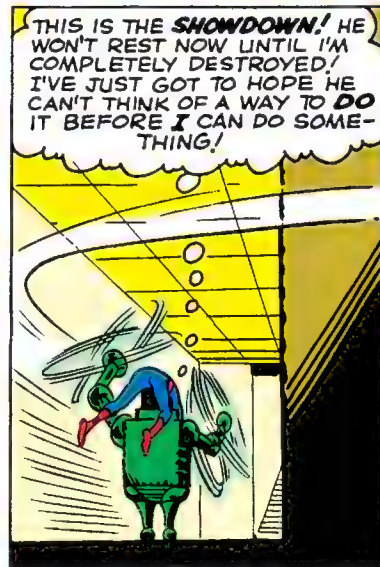
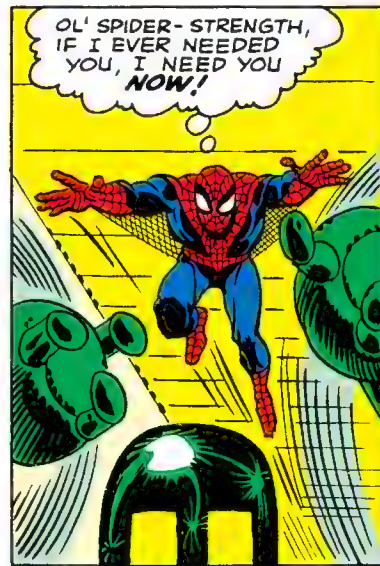
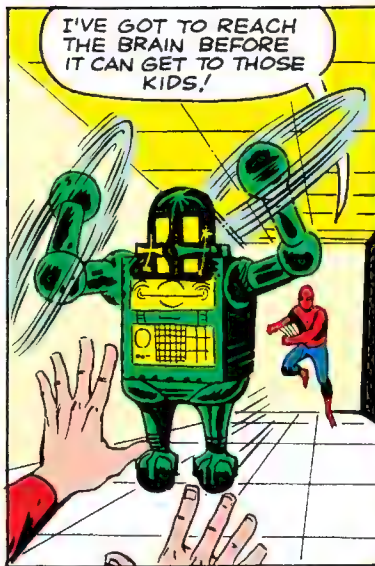
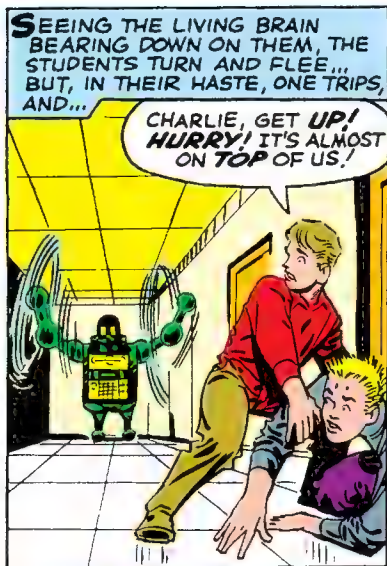


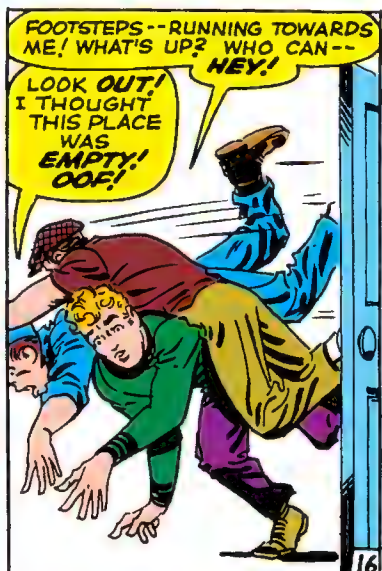
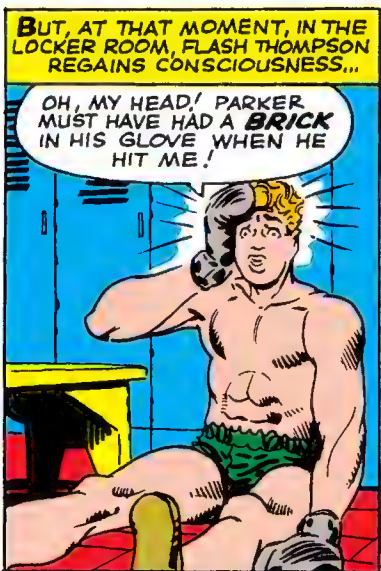
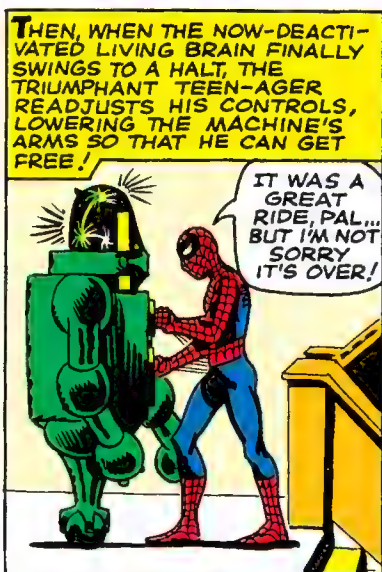
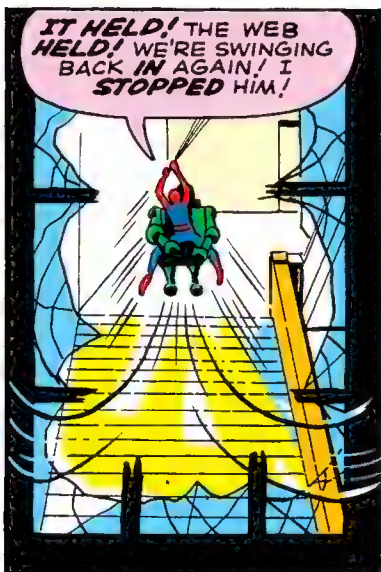
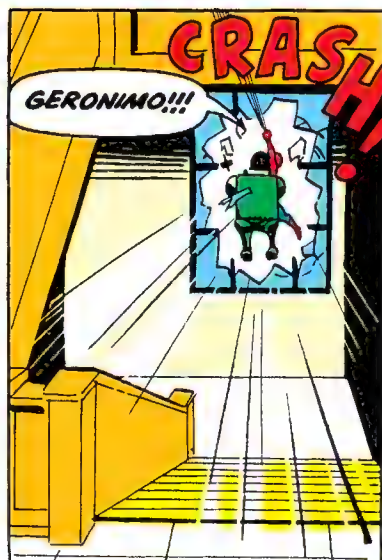
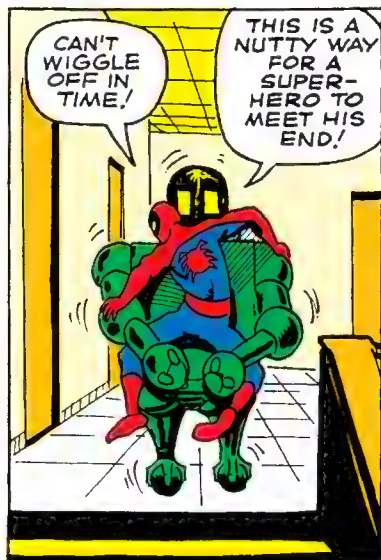
HOLY SMOKE! I'LL SAY HE CAN THINK! HE'S TRYING TO DISLODGE ME BY HITTING THE WALLS!

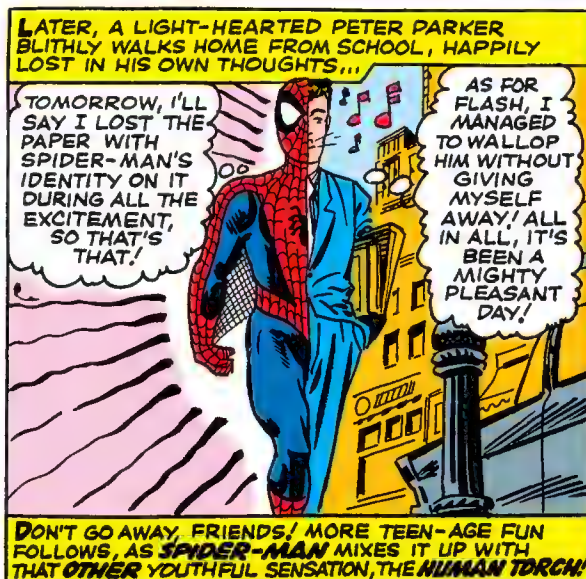
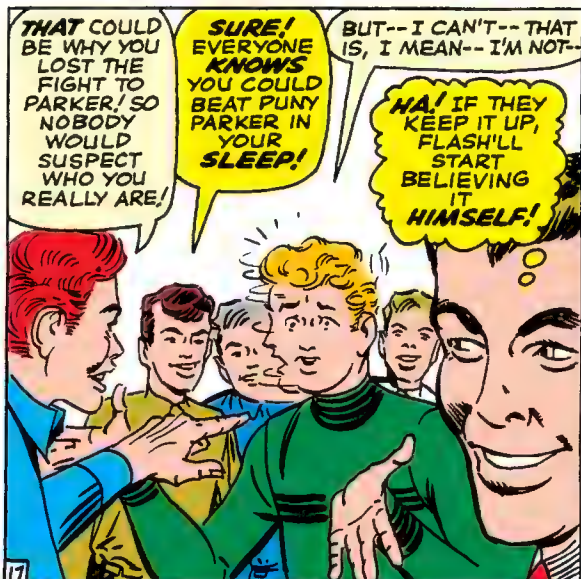
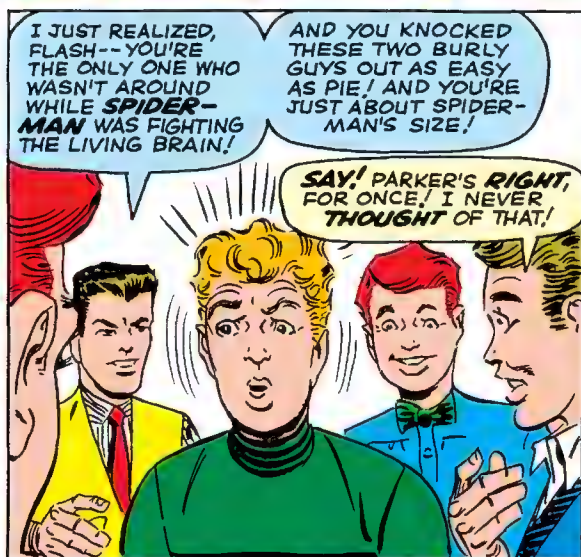
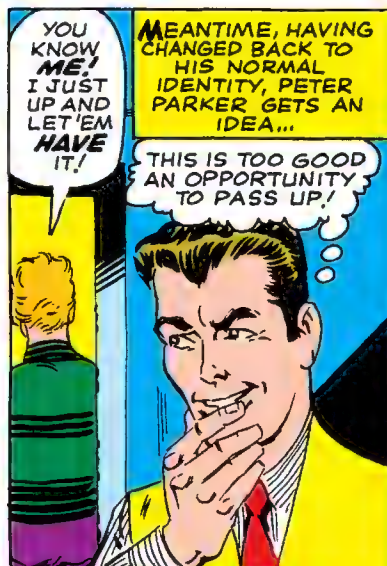
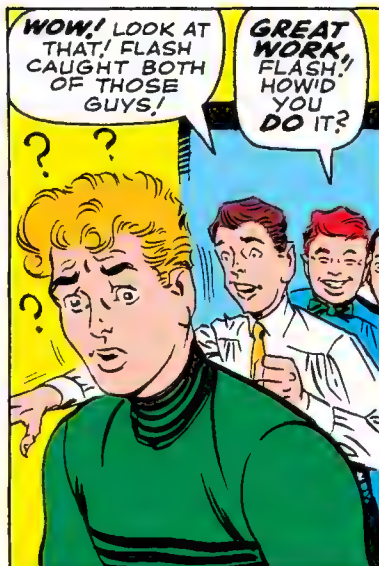


...AND HE'S USING THAT DOOR LIKE A FLY-SWATTER!









DON'T GO AWAY, FRIENDS! MORE TEEN-AGE FUN FOLLOWS, AS SPIDER-MAN MIXES IT UP WITH THAT OTHER YOUTHFUL SENSATION, THE HUMAN TORCH!

the END

SPIDER-MAN TACKLES THE TORCH!



**A SPIDER-MAN
SURPRISE EXTRA!**

THIS IS
WHERE DORIS
EVANS, THE
TORCH'S GIRL
FRIEND, LIVES!
WHILE I'M IN
THE NEIGHBOR-
HOOD, I'LL PAY
HER A VISIT
AND SHOW
HER WHAT
SHE'S MISS-
ING BY NOT
DATING
SPIDER-
MAN!

WELL, HIT MY HEAD
AND CALL ME SHORTY!
LOOKS LIKE I'M JUST
IN TIME FOR A PARTY!

LOOK!
THERE'S THE
HUMAN TORCH!
HI, JOHNNY...
WE'VE BEEN
WAITING
FOR YOU!

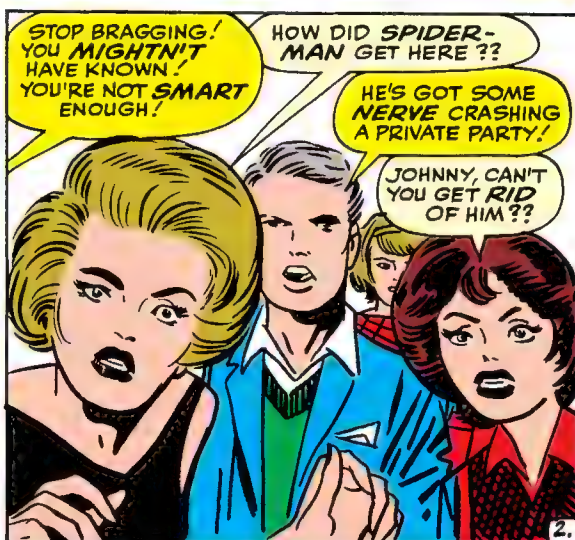
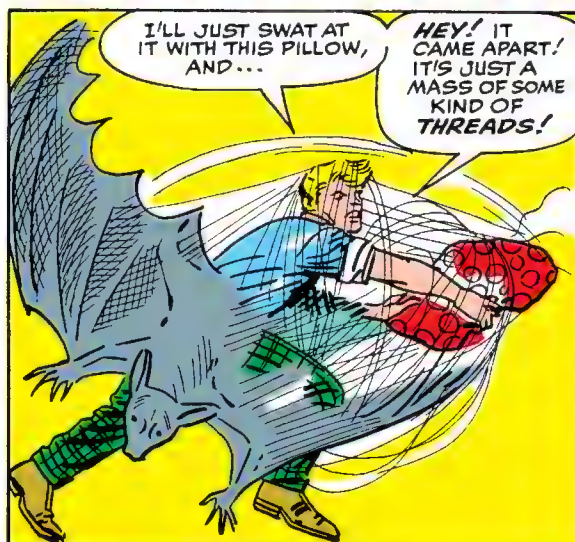
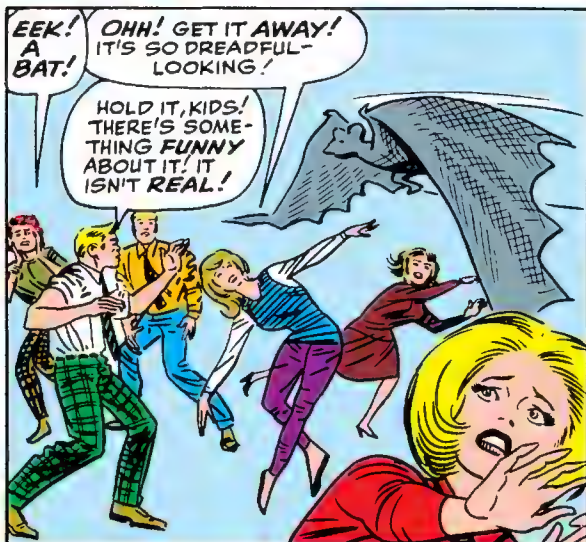
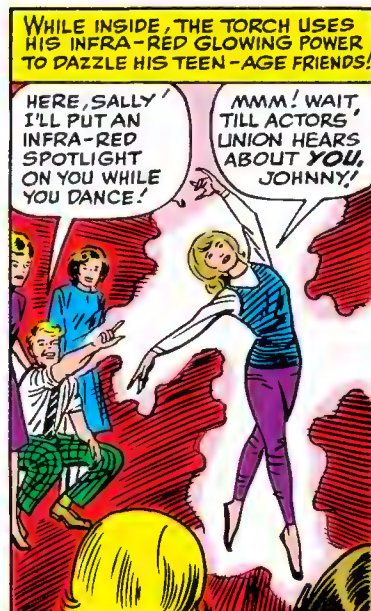
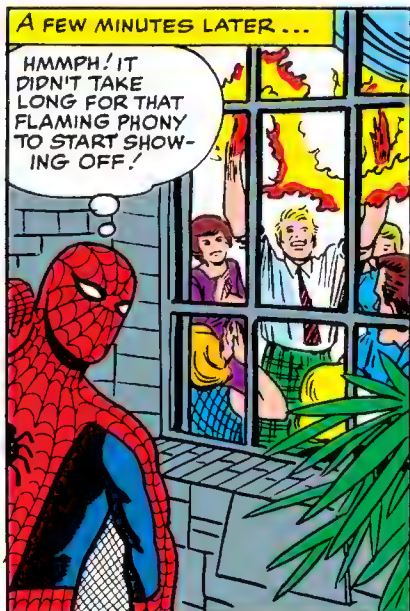
JOHNNY
STORM! YOU
DIDN'T TELL
ME YOU HAD A
NEW STING-
RAY! IT'S
GORGEOUS!

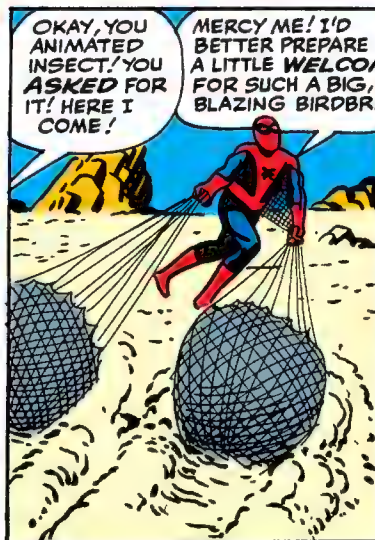
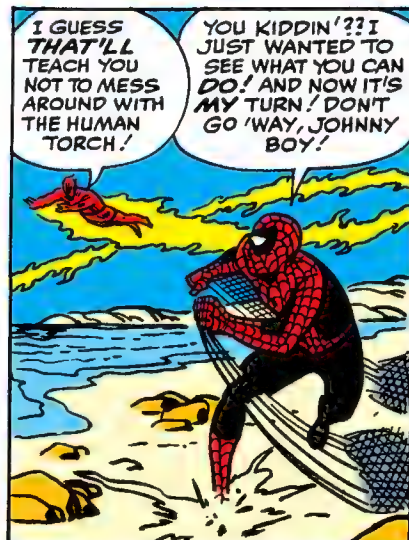
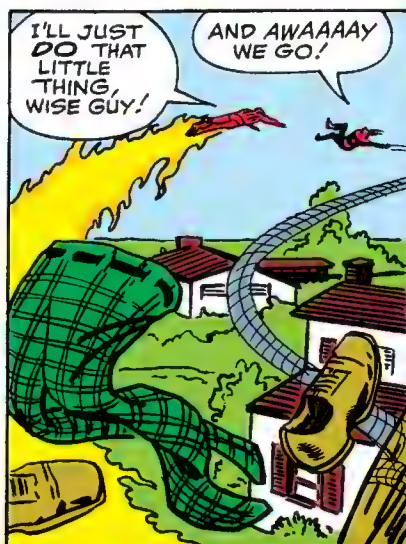
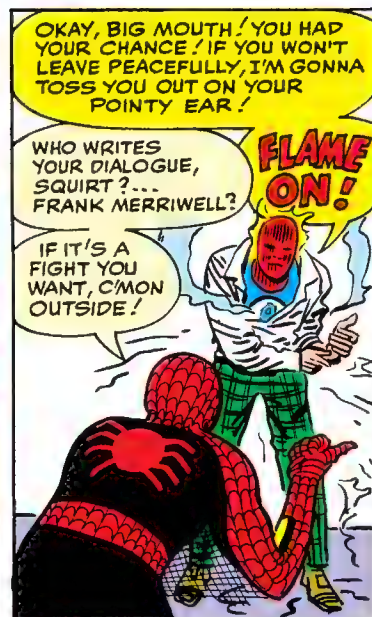
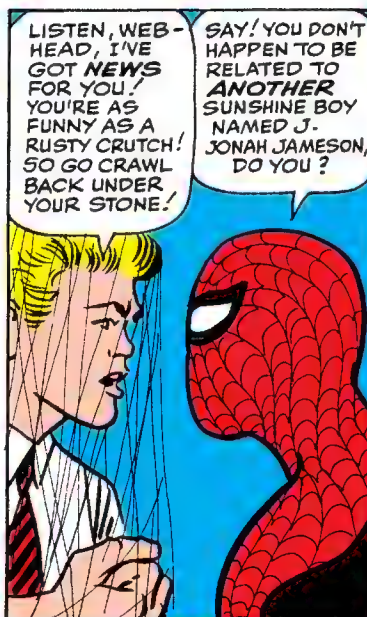
TRAVELIN'
IN STYLE
THESE DAYS,
EH, TORCH?

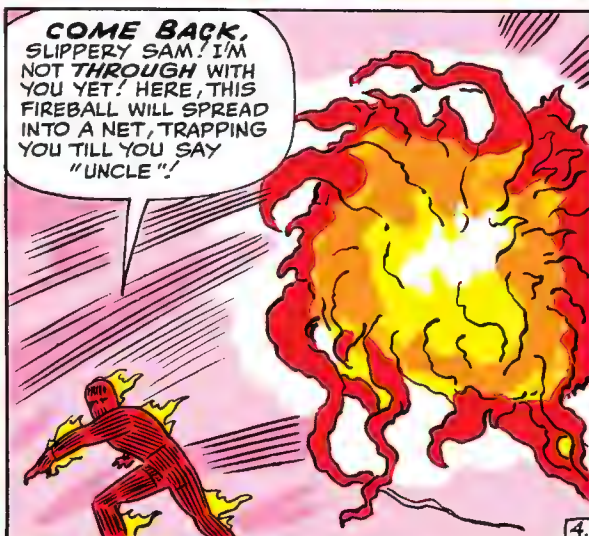
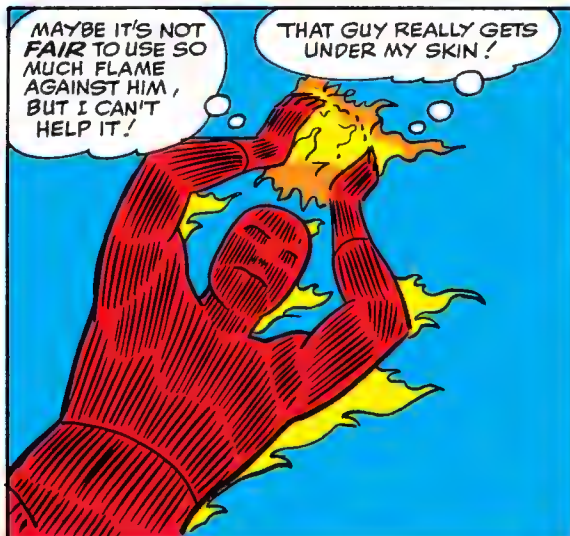
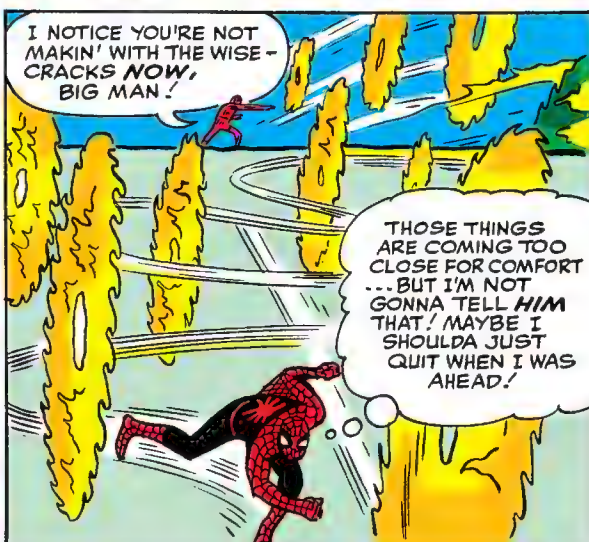
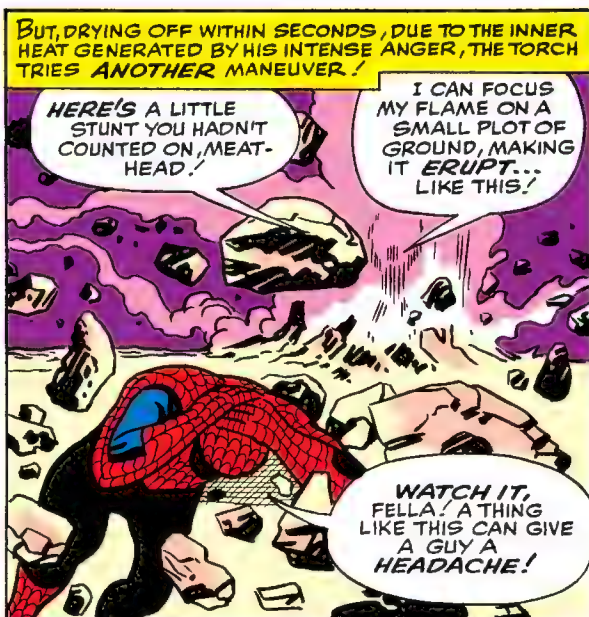
WELL, IT'S NO
FANTASTI-CAR,
BUT IT TAKES ME
WHERE I'M
GOIN'!

WRITTEN BY:
STAN LEE
DRAWN BY:
JACK KIRBY
INKED BY:
STEVE DITKO
LETTERED BY:
S. ROSEN

LAST WEEK
HE WAS
DRIVING AN
XK JAG! AND
NOW THIS! OH,
IF ONLY DORIS
HADN'T FOUND
HIM FIRST!









PHOOEY!
EVERYBODY'S A
COMEDIAN
NOWADAYS!!

NOT
EVERY-
BODY!
YOU'RE
A BORE,
THING!



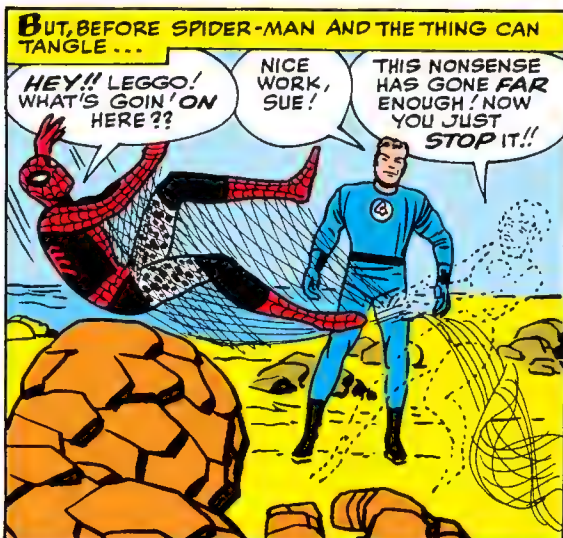
AND NOW, I'LL MAKE
A PAIR OF WINGS OUT
OF MY WEB FLUID, AND
CRASH-DIVE DOWN AND
PULVERIZE
YOU!



KNOW SOMETHIN', FATHEAD ?? I
WAS HOPIN' YOU'D TRY THAT!!

EASY,
BEN! HE'S
ONLY A
LAD!

YEAH? WELL,
THIS "LAD" IS
GONNA
DEMOLISH THAT
BIG APE!



BUT, BEFORE SPIDER-MAN AND THE THING CAN
TANGLE ...

HEY!! LEGGO!
WHAT'S GOIN' ON
HERE??

NICE
WORK,
SUE!

THIS NONSENSE
HAS GONE FAR
ENOUGH! NOW
YOU JUST
STOP IT!!



YOU'RE ENTIRELY TOO CLEVER,
AND ADORABLE, TO BE FIGHTING
WITH US! I'LL BET YOU'RE AS
HANDSOME AS YOU ARE MUSCU-
LAR UNDER THAT MASK!

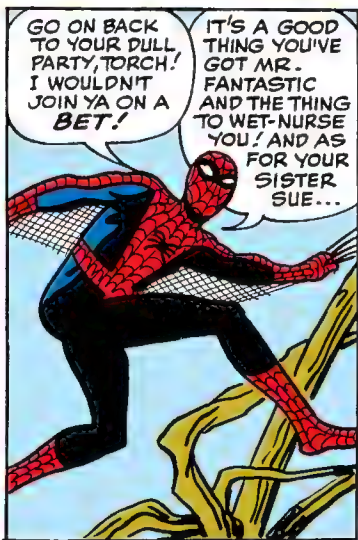
AW, CUT
IT OUT, SUE!
I JUST
ATE!



NOW, WHY DON'T YOU BOYS JUST
SHAKE HANDS LIKE GENTLEMEN
AND BURY THE HATCHET??

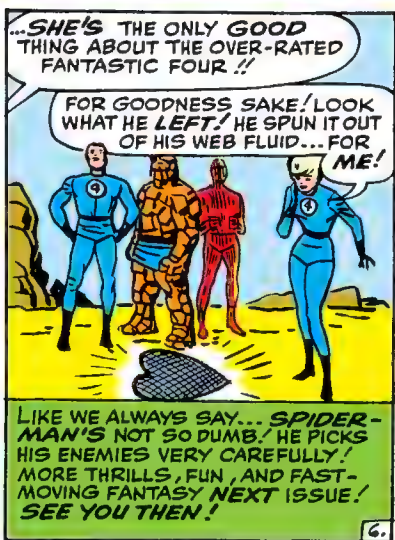
I'D LIKE TO BURY
IT, ALL RIGHT...AND
I'LL GIVE YOU THREE
GUESSES
WHERE!

WELL,
WELL,
LOOK
WHO
JUST MADE
A FUNNY!



GO ON BACK
TO YOUR DULL
PARTY, TORCH!
I WOULDN'T
JOIN YA ON A
BET!

IT'S A GOOD
THING YOU'VE
GOT MR.
FANTASTIC
AND THE THING
TO WET-NURSE
YOU! AND AS
FOR YOUR
SISTER
SUE...



...**SHE'S** THE ONLY GOOD
THING ABOUT THE OVER-RATED
FANTASTIC FOUR !!

FOR GOODNESS SAKE! LOOK
WHAT HE LEFT! HE SPUN IT OUT
OF HIS WEB FLUID... FOR
ME!

LIKE WE ALWAYS SAY... SPIDER-
MAN'S NOT SO DUMB! HE PICKS
HIS ENEMIES VERY CAREFULLY!
MORE THRILLS, FUN, AND FAST-
MOVING FANTASY NEXT ISSUE!
SEE YOU THEN!



SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve,

Great—that's putting it mildly! **SPIDER-MAN #5** has topped all previous issues. At first I thought Spider-Man was going to be a plain, dime-a-dozen crimefighter, but instead you made him into a really fabulous hero. In all your comics you have started something new that will last forever. **SPIDER-MAN** is well taken by the readers because of his originality! You appear to be starting something between Pete and Jameson's secretary Betty! Keep it going, but don't destroy Spider-Man by giving him a big romance—let it stay the way it is. Your writing style is great, great, great—and that's not whistling Dixie! Keep guest appearances coming and when you do make them full-length stories, this gives plenty of room and a worthwhile story. I thought that the **X-MEN** were great but please change them a bit as they are a little too much like the **FF**—otherwise—OK. **THE AVENGERS** were great—the plot was something, having Thor pursue the villain while Giant-Man and Iron Man try to get the Hulk. One thing—drop Ant-Man's partner, the Wasp—two bugs are one too many!

Bob Churchill
3663 Hilaire Way
Scaford, N. Y.

The fans have FINALLY stopped asking that Invisible Girl be dropped from FANTASTIC FOUR ... and now YOU'RE starting with the Wasp! C'mon, Bobby boy, don't be a fanatic!

Dear Stan and Steve,

I was just reading the current **SPIDER'S WEB** when I read a very interesting letter. It was about dropping the word 'Amazing' from the title of the **AMAZING SPIDER-MAN**. Personally, I think it gives your mag class. That Larry Brown doesn't know what he's talking about! As the Thing would put it, "He's got rocks in his head or somethin'!" Your mag is really 'hairy.' Keep up the good work!

Phil Montoya
231 Closson St.
Santa Fe, N. Mex.

So the word AMAZING gives us class, eh, Phil?? Smilin' Stevey Ditko will be sorry to hear that! We'll expect him to wear SHOES from now on when he visits the office!

Dear Stan and Steve,

In the **STRANGE TALES ANNUAL** the Spider-Man vs. Torch story was simply terrific. Kirby did a commendable penciling job, but even with Ditko inking, it didn't come out quite as Spider-Man could be and as only Ditko could draw him. The story was engrossing from the first to the last panel. In the '40's we had the Torch vs. Namor battles. It's now my hope that the '60's will see a series of Torch vs. Spider-Man battles. Keep Spider-Man in a situation similar to that in the story of the Annual. "Is Spider-Man friend or foe, good or bad?" keep that idea going. Without a doubt **MARVEL COMICS** are bringing about the **MARVEL AGE OF COMICS**. Your great ability and willingness to try something new has accomplished this and you should be complimented for it. You've forged ahead and taken an undisputed lead. With **X-MEN**, **THE AVENGERS**, a possible return of Captain America, and other things equally exciting, the **MARVEL AGE OF COMICS** may well be ushering in a new **GOLDEN**

AGE OF COMICS. In closing may I suggest you locate a few more talented artists and writers to add to your already talented staff. After all you're only human and humans can only do so much work in so much time. I'd hate to see a shortage in artists and writers prevent you from realizing your full capabilities. Best of luck on all your many fine creations!

Buddy Saunders
1605 Joyce
Arlington, Texas

Appreciate your interesting comments, Buddy. As for your final suggestion, we've discussed that on the letters page of the current FANTASTIC FOUR (#22), so we don't want to repeat ourselves here. (We're not only loveable, we're lazy!)

Dear Stan and Steve,

I have all five of the **SPIDER-MAN** magazines. I am proud to say that I enjoy them very much! Both of my parents have read them and they think that they are good and are not as childish as the other comics they have read. I think there is only one mistake you have made in your mag—you play up radiation too much! Spider-Man got his powers because of it, Dr. Octopus had his false arms attached to his body because of it, Sandman got his power because of it, and who is going to be next? Other than this, your comic is great!

Kevin R. McDonald
112-22 68 Dr.
Forest Hills 75, N. Y.

We hope you fans don't make a big thing of this anti-radiation jazz, Kevin! Heck, how would we write comic mag stories without it??

Dear Stan and Steve,

The topic of this letter is so unimportant that after reading the second line you may not even bother to finish it. But, in all honesty, did you ever stop to think of the purpose of Spider-Man's mask? Actually, it is unique and has something no other hero's mask has. Give up? Well, before I tell you, I must ask one more question. Did you ever wonder how other characters managed to keep their secret identity while their voice would be a dead give-away? Spider-Man doesn't have that problem. Because his mask has no openings except for the eyes, his voice is muffled and his secret is kept a secret! (I should have warned you—I have inside information.)

Peter Parker
Midtown, N. Y.
(Tim DeChenne
4128 Tilden Ave.
Culver City, Cal.)

Everybody seems to know more about Spidey than WE do! We always thought the mask was just to protect him from drafts, because he has sinus trouble! Oh well, as Aunt May might say: Live and learn!

Dear Stan and Steve,

We, at the Comic Storehouse, have picked Stan Lee and Steve Ditko as the best writer-artist pair of 1963!

Ed Corbett
Comic Storehouse
145 Sanford St.
Glens Falls, N. Y.

CONTINUED

And we, at the Marvel sweatshop, congratulate the Comic Storehouse (whatever it is!) on showing such good taste! Noblesse Oblige, Ed!

Dear Stan and Steve,

The main purpose of my letter is to congratulate you on such a fine character—I'm talking about Spider-Man. I have all five issues and will have #6 next month. I think that so far #5 is the greatest. Old Doc Doom never had it so tough! But just once I'd like to see Pete Parker sock Flash Thompson. In #1, page 2, panel 1 you show Pete saying, "My Spider-Man costume! I wish there were no such thing!" Really! If I had his powers I'd be bubbling with joy—and I think almost anybody else would, too.

Joe Campbell
3045 N. 48 Ave.
Phoenix 31, Ariz.

Okay, Joe, you convinced us! Now, as soon as we learn how to draw a fella bubbling with joy...

Dear Stan and Steve,

Your latest and greatest creation AMAZING SPIDER-MAN has surpassed anything I've ever seen hit the stands! The element of conflict has been developed to such a degree that I just can't wait for the next issue. Each time you come out with the most interesting villains, depicted by Steve Ditko, who is the one and only man who can do such a job. Everything about Spider-Man must be discussed in the superlative. However, there is one thing that bothers me about Spider-Man. He may, in due season, become "just another hero." You may call me a pessimist, but I've seen it happen before and it can happen again. Some things that could wreck the mag are: the elimination of the problem J. J. Jameson is creating all of a sudden. I wouldn't mind his elimination, but it would be better if the problem were dealt with gradually; another thing: if he joins the F.F., he may have the spotlight taken off him... more guest appearances in AMAZING SPIDER-MAN by the Fantastic Four, for instance; also: he may be given more powers, a female counterpart, and who knows what. You see, I'm very worried about what will happen to my now favorite mag. And, oh yes... thanks a lot for making AMAZING SPIDER-MAN a monthly comic. Rest assured that it is appreciated.

Doug Storer
2719 State St.
Butte, Montana

We appreciate your appreciation, Doug! But let's not worry about all the things that may spoil of Spidey in the future... we've got enough problems with him right NOW! (Like having to draw that blamed web under his arms all the time!!)



SPECIAL ANNOUNCEMENTS SECTION:

Well, we still have all this space to fill, so we'll have to find SOMETHING to announce! Okay then, let's see—what's taking place of late around the Marvel bullpen?

- A lot of fans thought we were nuts when we introduced a WAR mag, of all things, at the beginning of this year! Well, it looks as though we were as dumb as foxes! For, SGT. FURY AND HIS HOWLING COMMANDOS seems to be a real surprise success! (We call it a "surprise" success because nobody is more surprised than WE!) Anyway, next ish (#5, on sale soon) features a truly fascinating villain—Baron Strucker, the most dangerous Nazi of all! If you haven't yet met Sgt. Fury and his howlers, try to get this ish and see what the shouting's all about!
- By the way, one of the letters we recently received said "—I hate to congratulate you on your mags because you do such a good job of congratulating YOURSELVES!" Perhaps we do boast a little too

much—and we hope you'll forgive us—but honestly, we're just so darn enthusiastic about our features, and we like to think that YOU are, too!

- Have you seen our new series in TALES TO ASTONISH, entitled "The Wasp Tells A Tale"? It's a little extra we dreamed up, and we're anxious to know your reaction to it. It'll be a steady monthly feature until you yell "Uncle!"
- Don't miss all the great guest stars in TALES OF SUSPENSE #49 (on sale now). You'll see The Angel (from our new fantasy-team mag, X-MEN), the ever-lovin' FANTASTIC FOUR, and if you look real fast, you'll even spot Spidey, the old web-spinner, himself! Guess we shouldn't forget to mention that the NEW Iron Man is the star! What's new about him? See for yourself!
- And how about our other new feature, Tales of Asgard? (appearing monthly in JOURNEY INTO MYSTERY). The Mighty Thor has caused so much interest in the legends of Asgard that we decided to devote a story per ish to the fabled doings of the mythical immortals! Now don't be party poops and keep us waiting too long for your comments, huh?
- Stop the presses! The results are in on our "Should we keep the word AMAZING in our title?" poll! More than twenty times as many letters favored KEEPING the word than dropping it! So the literary world can now rest easy! The AMAZING SPIDER-MAN he is—and the AMAZING SPIDER-MAN he shall REMAIN!
- Okay! We read all your letters and did what you asked! We made Dr. Strange the second feature of STRANGE TALES! (Co-starring with the teen-ager who tops Spider-Man's hate list—the Human Torch). We've stretched the Doc's stories to eight pages, and knocked ourselves out to present as much black magic as possible! So don't just SIT there—go BUY a few dozen copies!
- Now for our newbies—The AVENGERS looks like a sure-fire hit, judging by the letters we've received so far—but we kind of expected that! However, X-MEN is gonna be a problem! Hundreds of you have written saying it's even better than SPIDER-MAN or the FFI! But, a few dozen have commented that they'd even prefer MILLIE THE MODEL! It seems that those of you who like it LOVE it—but those who dislike it LOATHE it! We'll keep you posted on the final results but if you want OUR opinion—confidentially—we think it's destined to become one of the great comic mags of all time! We'd say more—but as you know, we hate to brag!
- For those of you who missed the every first issue of the FANTASTIC FOUR (shame on you!), here's your chance to see the first foe they ever fought in action again! The current ish features The Return of the Mole Man! We recommend it highly—but as you know, we're somewhat prejudiced!
- By next ish we'll have your verdict all tabulated on whether or not to continue our Spider-Man letters page! But, till then, keep readin', keep writin' (we almost said "keep 'rithmetic"!) and keep being as loyal and as critical as you are! We don't know whether we have the MOST fans or not, but we sure as shootin' have the BEST!
- Oh, we almost forgot—this ish of SPIDER-MAN was intended as a chance of pace! We hope you got a kick out of it—and we're anxious to know if you'd like similar issues to appear from time to time. But, NEXT ish will find us back on the track with a typical Spider-Man yarn, a breath-taking new Spider-Man villain, and page after page of the most amazing action we can dream up! So, till then, the merry Marvel Group wishes you happy reading, and keep your webs untangled!



MARVEL
COMICS
GROUP **12¢**

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

9
FEB.

**THE MOST
ORIGINAL SUPER-
HERO OF ALL TIME!**

IN THIS GREAT ISSUE
YOU WILL MEET...

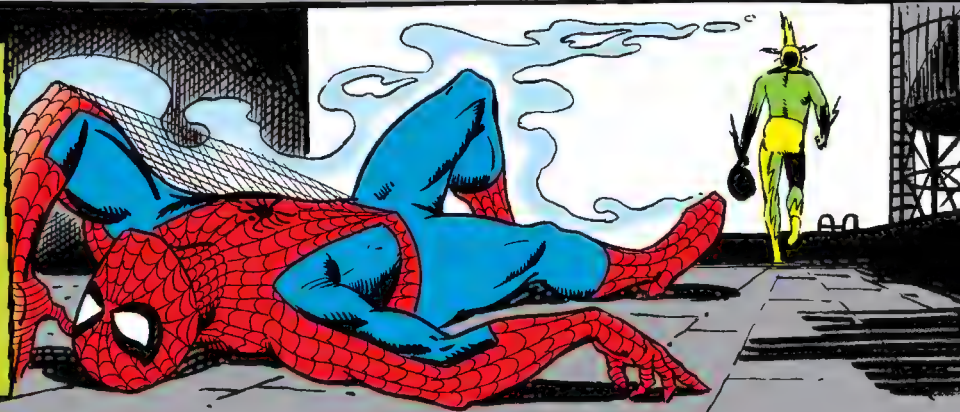
ELECTRO!

A MENACE SO
POWERFUL THAT
SPIDER-MAN'S
STRENGTH IS
USELESS AGAINST
HIM!

A
BOOK-LENGTH
COMIC COLOSSAL,
PROVING AGAIN THAT
THIS IS INDEED
THE
**MARVEL
AGE OF
COMICS!**

S. DiZko

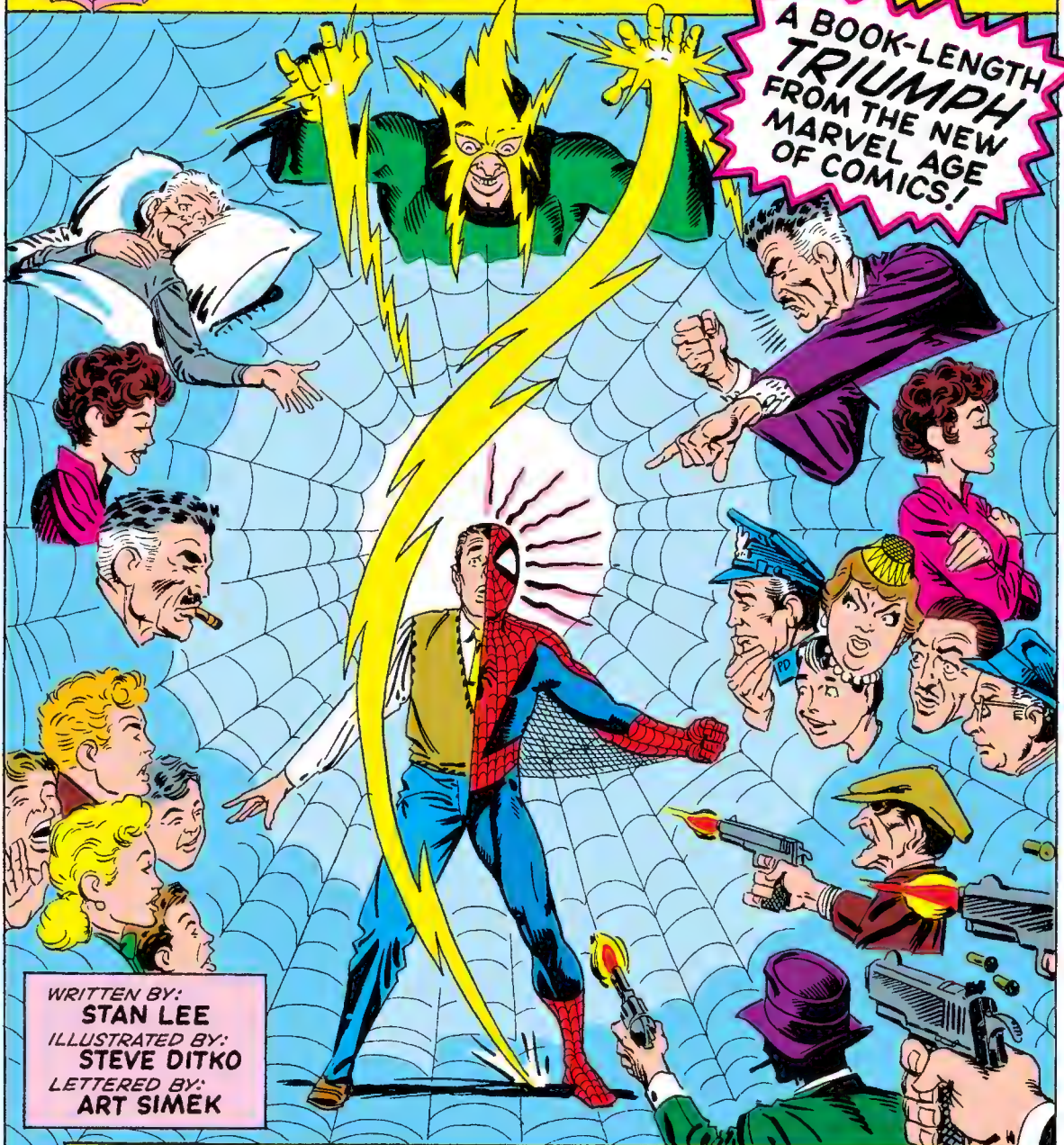
A SCENE YOU
WILL NEVER
FORGET!
SEE...
**THE DEFEAT
OF
SPIDER-MAN!**





"THE MAN CALLED ELECTRO!"

A BOOK-LENGTH
TRIUMPH
FROM THE NEW
MARVEL AGE
OF COMICS!



WRITTEN BY:
STAN LEE
ILLUSTRATED BY:
STEVE DITKO
LETTERED BY:
ART SIMEK

KNOW SOMETHING, LITTLE FRIEND? IF YOU'RE JUST STARTING TO READ THIS STORY, WE **ENVY** YOU! BECAUSE YOU'RE GONNA HAVE A **BALL!** THIS BOOK-LENGTH THRILLER FEATURES A REALLY FASCINATING SUPER-VILLAIN; IT'S CHOCK-FULL OF HUMAN INTEREST AND DRAMA; AND IT SHOWS SPIDER-MAN, WITH ALL HIS HUMAN PROBLEMS AND FRAILTIES, GREATER THAN YOU'VE EVER SEEN HIM BEFORE! BUT DON'T TAKE **OUR** WORD FOR IT-- AFTER ALL, **WERE** SPIDEY'S BEST BOOSTERS! SEE WHAT **YOU** THINK...

AS OUR TALE BEGINS, A STARTLED GROUP OF PEDESTRIANS IN NEW YORK SEE ONE OF THE MOST COLORFUL CHARACTERS OF ALL TIME DASH PAST THEM AT DAZZLING SPEED...

LOOK! IT'S SPIDER-MAN!!



WOW! WONDER WHERE HE'S RUSHING TO??

MUST BE A MATTER OF LIFE OR DEATH!

IGNORING THE CROWDS AS IF THEY DON'T EXIST, THE AMAZING MASKED ADVENTURER HURTLES FROM ROOFTOP TO ROOFTOP UNTIL HE IS VIRTUALLY LOST FROM SIGHT!!



HAVE TO HURRY! NOT A MINUTE TO LOSE!

MEANWHILE, A SHORT DISTANCE AWAY...



KEEP FIRING, JOE! DON'T LET THEM GET AWAY!

THE ODDS ARE AGAINST US UNLESS HELP ARRIVES!



WHAT A BREAK!! HERE COMES SPIDER-MAN!

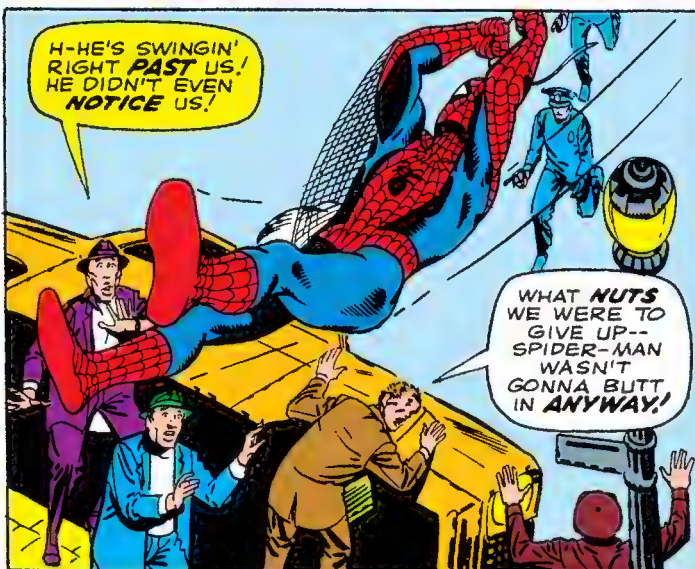
WITH HIS HELP, THOSE GUN MEN ARE AS GOOD AS FINISHED!



WE'RE SUNK! IT'S SPIDER-MAN!

MIGHT AS WELL GIVE UP NOW, WHILE WE STILL CAN!

YEAH! WE SURE CAN'T FIGHT HIM, TOO!



H-HE'S SWINGIN' RIGHT PAST US! HE DIDN'T EVEN NOTICE US!

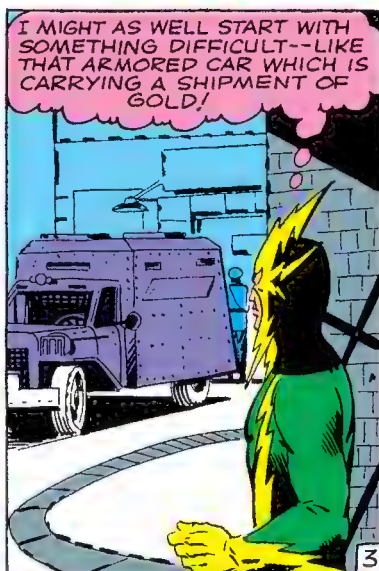
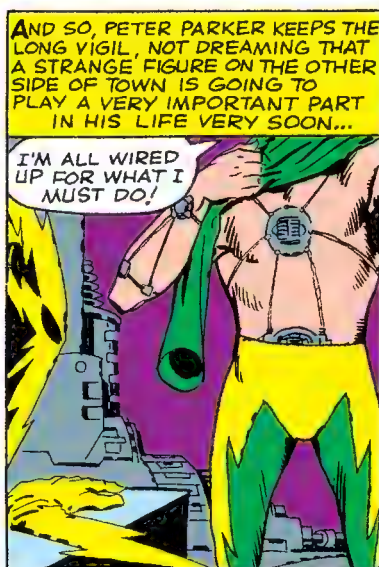
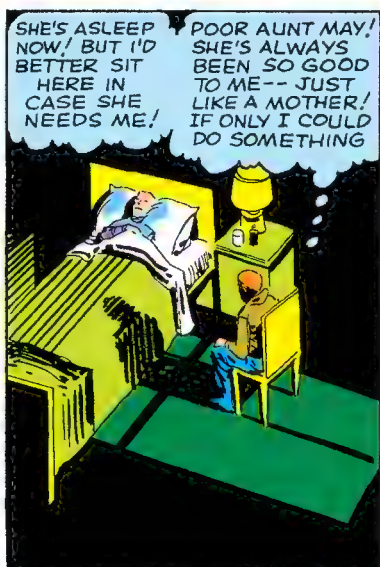
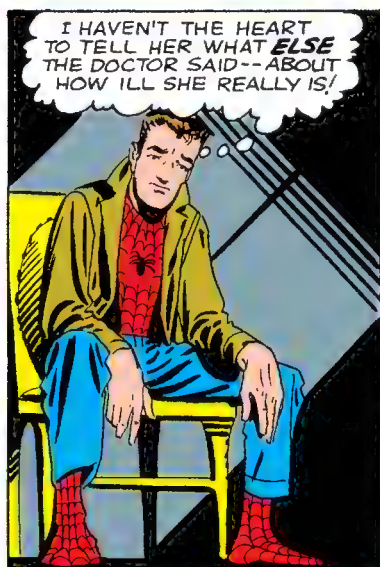
WHAT NUTS WE WERE TO GIVE UP-- SPIDER-MAN WASN'T GONNA BUTT IN ANYWAY!

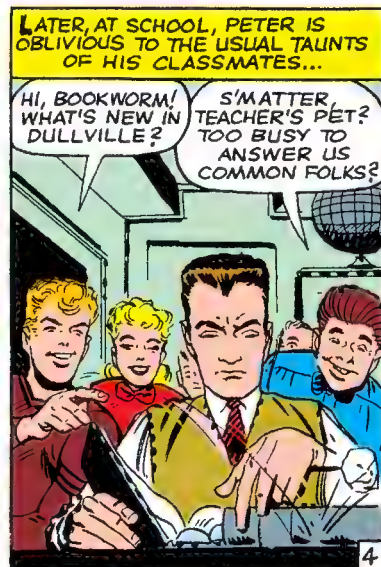
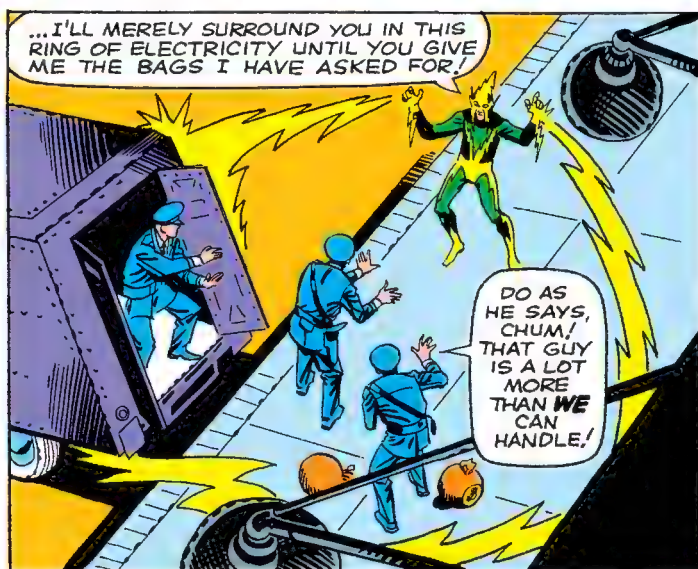
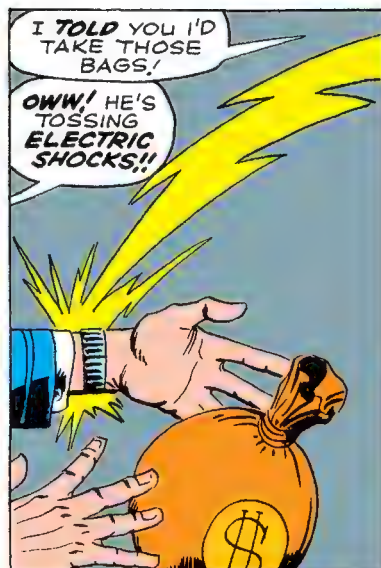
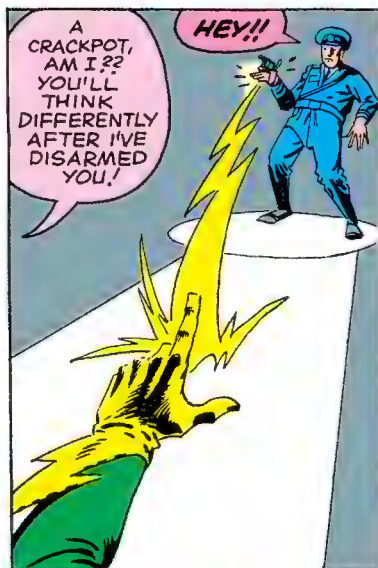


A FEW MINUTES LATER...

I'M CLOSE TO HOME NOW! MIGHT AS WELL START CHANGING TO PETER PARKER!

IT'S TOO DARK FOR ANYONE TO SEE ME, AND IT'LL SAVE ME TIME LATER!





I DON'T KNOW--MAYBE I'VE BEEN TOO ROUGH ON PARKER! HE'S MORE OF A MAN THAN I THOUGHT! I STILL REMEMBER THAT LAST **FIGHT** WE HAD!*

HEY, PETER, WAIT UP! I WANNA **TALK** TO YOU!

*AMAZING SPIDER-MAN#8--THE CASE OF "THE LIVING BRAIN!" --EDITOR

WOW! DID PETER PARKER GIVE YOU THE COLD SHOULDER, FLASH OLD BOY?

YEAH! THAT'S WHAT I GET FOR STARTIN' TO SOFTEN UP! PUNY PARKER ALWAYS **WAS** A BIG **ZERO**, AND HE ALWAYS **WILL** BE!

BUT THIS IS ONE TIME WHEN PETER PARKER COULDN'T CARE LESS FOR FLASH'S OPINION! A FEW MINUTES LATER WE FIND HIM AT THE HOSPITAL...

YOUR AUNT IS ALRIGHT AT THE MOMENT, SON! WE'RE NOT QUITE READY TO OPERATE YET! WOULD YOU LIKE TO **SEE** HER?

YES, DOC--I SURE WOULD!

HELLO, AUNT MAY! I-- OH, BETTY BRANT!!

ISN'T IT **SWEET** OF BETTY, PETER? SHE CAME TO VISIT!

WHEN I HEARD ABOUT YOUR AUNT, I CAME TO SEE IF THERE WAS ANYTHING I COULD DO! HOPE YOU DON'T MIND?

MIND? GOSH NO, BETTY! I APPRECIATE IT!

PETER, YOU LOOK PALE! ARE YOU **EATING** ENOUGH, DEAR?

OF COURSE, AUNT MAY! NOW YOU JUST WORRY ABOUT **YOUR-SELF**!

LATER, WHEN VISITING HOURS ARE OVER...

DO YOU MIND IF I DON'T SEE YOU HOME, BETTY? I, EH, HAVE SOMETHING IMPORTANT TO ATTEND TO!

CERTAINLY, PETER! I KNOW YOU MUST HAVE A **LOT** ON YOUR MIND, WHAT WITH YOUR AUNT'S ILLNESS AND ALL...

BUT, AFTER PETER HAS LEFT...

IT'S STRANGE--ALTHOUGH PETER SEEMS SO CALM, AND EASY-GOING, I GET THE FEELING THAT HE'S LIKE A SMOLDERING VOLCANO INSIDE, JUST WAITING TO ERUPT!

IT'S AS THOUGH HE CARRIES A DEEP SECRET WITHIN HIM--ONE WHICH NO ONE CAN EVER SHARE!

AND, BETTY BRANT IS CLOSER TO THE TRUTH THAN SHE SUSPECTS!

I'VE GOT TO RAISE SOME MONEY **FAST**! AUNT MAY'S OPERATION WILL COST MORE THAN WE HAVE IN THE BANK!

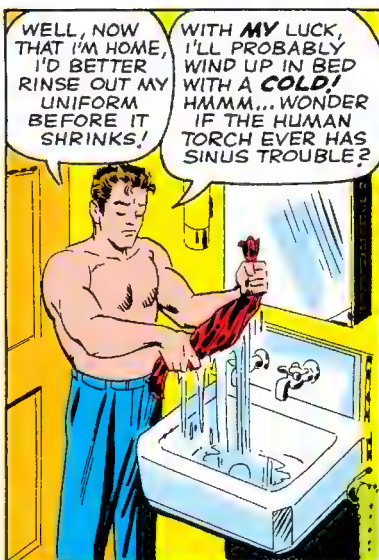
I'LL SCOUR THE CITY UNTIL I FIND SOME SORT OF CRIME THAT I CAN PHOTOGRAPH! THEN I'LL SELL THE PIX TO J. JONAH JAMESON FOR AS MUCH AS HE'LL PAY!

OH NO! IT'S STARTING TO **RAIN**! I'M LICKED BEFORE I START!

MY CAMERA ISN'T GOOD ENOUGH TO TAKE CLEAR PICTURES IN THE RAIN!



SOME SUPER-HERO I AM! I CAN JUST SEE THE HEADLINES **NOW!** "SPIDER-MAN CALLS OFF FIGHT AGAINST CRIME DUE TO RAIN!" **PHOOEY!**



WELL, NOW THAT I'M HOME, I'D BETTER RINSE OUT MY UNIFORM BEFORE IT SHRINKS!

WITH **MY** LUCK, I'LL PROBABLY WIND UP IN BED WITH A **COLD!** HMMM... WONDER IF THE HUMAN TORCH EVER HAS SINUS TROUBLE?



OH WELL, I'LL LEAVE MY DUDS TO DRY, AND-- **HEY!** I FORGOT!!

I LEFT THE **SHADE** UP! BOY, ALL I NEED IS TO HAVE THE NEIGHBORS SEE A **SPIDER-MAN** SUIT HANGING UP HERE!



AND, FAR INTO THE LONG NIGHT...

I'VE READ THE SAME PAGE A DOZEN TIMES! HOW CAN I STUDY WITH AUNT MAY IN THE HOSPITAL, NO DOUGH FOR THE OPERATION, MY MIDTERM EXAMS COMING UP SOON-- WHAT A LIFE!



THE NEXT DAY, AT THE FOREST HILLS BANK...

BUT, MISTER JAMESON, IF YOU'LL WAIT TILL TOMORROW WE'LL HAVE ALL THOSE FIGURES FOR YOU!

NO! NOBODY KEEPS J. JONAH JAMESON WAITING! I WANT THOSE FIGURES, AND I WANT THEM **NOW!**



WELL, SIR, YOU'RE ONE OF OUR BIGGEST DEPOSITORS, SO OF COURSE WE'LL DO WHAT WE CAN!

THAT'S MORE LIKE IT! WHEN I GIVE AN ORDER, I EXPECT PEOPLE TO **HOP!!**



AT THAT VERY MOMENT, AT THE REAR ENTRANCE TO THE BANK...

SAY! WHAT WAS **THAT--** LIGHTNING??



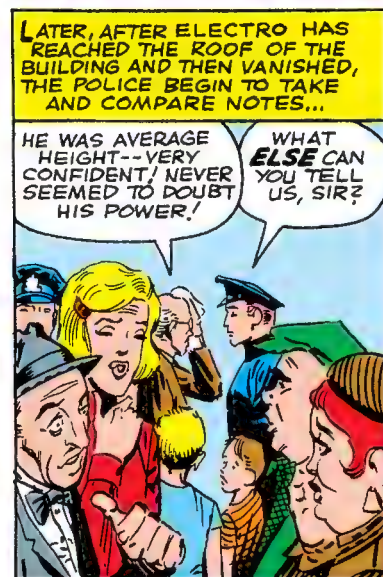
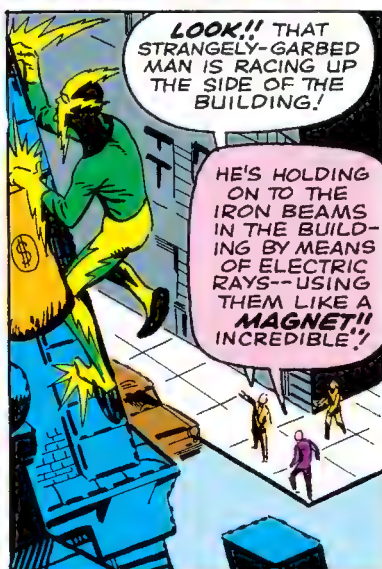
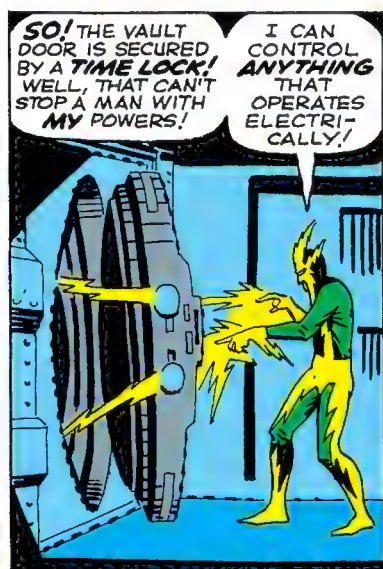
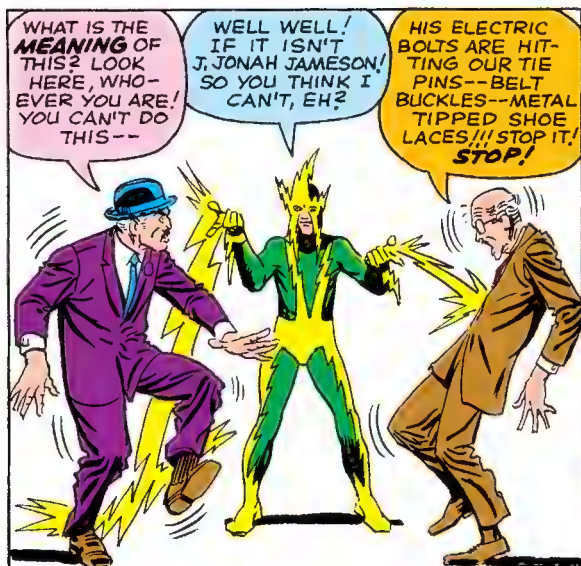
IT'S SOMEONE BREAKING IN-- TRYING TO ROB THE BANK! GOT TO GET TO THE ALARM AND-- **OHHH!**

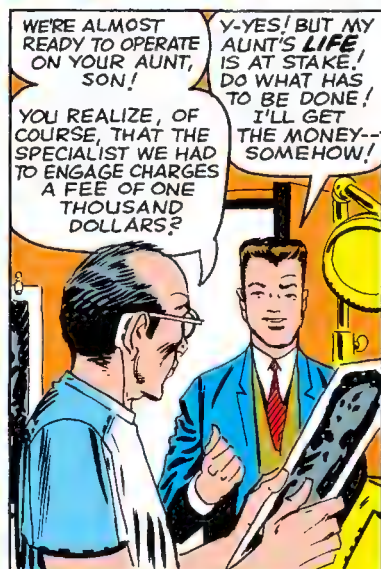
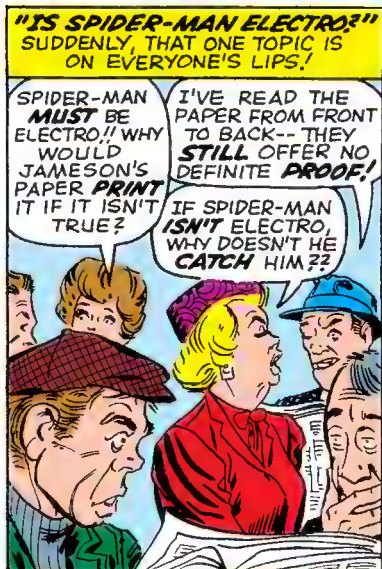
ONE LOW-POWER BOLT, HITTING THE ALARM AS THE GUARD TOUCHES IT, WILL SHOCK HIM INTO UNCONSCIOUSNESS AND ALSO SILENCE THE ALARM! HOW EASY IT IS!



I AM **ELECTRO!** DO NOT RESIST ME AND PERHAPS YOU WILL LIVE TO SEE ANOTHER DAY!

GOOD HEAVENS!! WHO IS **THAT??!**





AND SO THE GRIM SEARCH BEGINS...

SOMEONE ON THAT ROOF BELOW... PROWLING IN THE DARK! WHAT A STROKE OF LUCK!

YEAH, JUST LIKE MY USUAL LUCK-- ALL **BAD!** IT'S JUST A GUY WITH A TELESCOPE-- STAR-GAZING!

HOOR AFTER HOUR, ALL THROUGH THE LONG NIGHT, SPIDER-MAN CONTINUES TO SEARCH-- CONTINUES TO HOPE AGAINST HOPE, AS HIS CHANCES FOR SUCCESS NARROW WITH EACH TICK OF THE CLOCK!

I MUST FIND ELECTRO!! I MUST!!

THAT LIGHT-- FLASHING FROM THAT DARKENED BUILDING!! PERHAPS--??

ANOTHER FALSE ALARM! JUST SOME WORKMEN MAKING EMERGENCY REPAIRS ON A POWER LINE!

AND STILL THE SEARCH CONTINUES, UNTIL AT LAST...

WAIT!! WHAT'S THAT TINGLING I SEEM TO FEEL??

IT'S MY SPIDER-SENSE! IT'S A WARNING! HE'S SOMEWHERE NEAR HERE! HE MUST BE!

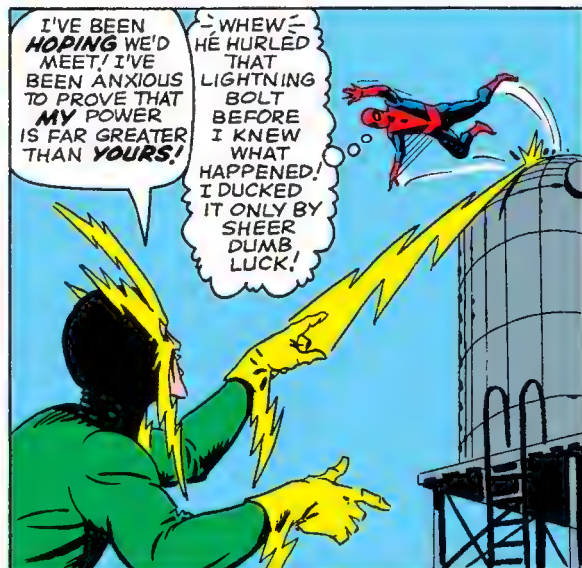
I WAS **RIGHT**-- AT LAST! THERE HE IS **NOW!**

HE'S USING HIS ELECTRIC POWER LIKE A **MINE DETECTOR!** HE JUST LOCATED A HIDDEN SAFE IN THAT DESERTED APARTMENT!

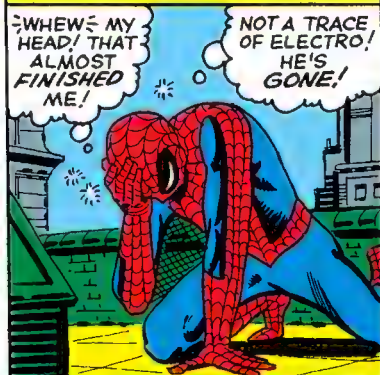
JEWELS! MONEY! NO MATTER HOW MUCH I TAKE, I WANT MORE-- MUCH MORE! AND WITH MY GREAT POWER, NOTHING CAN STOP ME FROM **GETTING IT!**

MY TROUBLES ARE OVER AT LAST!! I'LL LET HIM LEAD ME TO HIS HIDEOUT, RECOVER HIS STOLEN LOOT, CAPTURE HIM, AND GET MY REWARD FROM THE POLICE!

MIGHT AS WELL TAKE A FEW **PIX** OF HIM WHILE I'M AT IT, TOO!



BUT, IF SPIDER-MAN UNDER-ESTIMATED ELECTRO'S POWER-- ELECTRO IS GUILTY OF THE SAME MISTAKE ABOUT SPIDER-MAN! THE MASTER CRIMINAL HAS FAILED TO TAKE INTO ACCOUNT THAT SPIDER-MAN'S SPIDER-INDUCED STRENGTH ENABLES HIM TO SURVIVE A SHOCK THAT CAN KILL AN ORDINARY HUMAN!



WHEW-- MY HEAD! THAT ALMOST FINISHED ME!

NOT A TRACE OF ELECTRO! HE'S GONE!

ONLY ONE WAY TO GET THAT MONEY NOW! I'LL TAKE SOME PIX OF MYSELF, AND THEN SUPER-IMPOSE THEM OVER ELECTRO'S PICTURES! IT'LL LOOK AS THOUGH I SNAPPED ELECTRO CHANGING INTO SPIDER-MAN!



THE NEXT DAY... I HATE TAKING MONEY UNDER FALSE PRE-TENSES-- BUT I'LL MAKE UP FOR IT-- SOMEHOW!

JUST WHAT I WANTED! PHOTOGRAPHIC PROOF THAT SPIDER-MAN IS ELECTRO! DON'T KNOW HOW YOU DID IT, BUT HERE'S YOUR CHECK, PARKER!



I'VE NEVER CHEATED ANYONE BEFORE! IT FEELS TERRIBLE! IF IT WEREN'T SUCH AN EMERGENCY...



IS YOUR AUNT WORSE, PETER? YOU-- YOU LOOK SO WORRIED!

NO, BETTY-- I'M NOT WORRIED--

JUST FEELING AWFULLY ASHAMED OF MYSELF!

THE NEXT EDITION OF J. JONAH JAMESON'S PAPER PLASTERS THE NEWS ALL OVER THE FRONT PAGE...



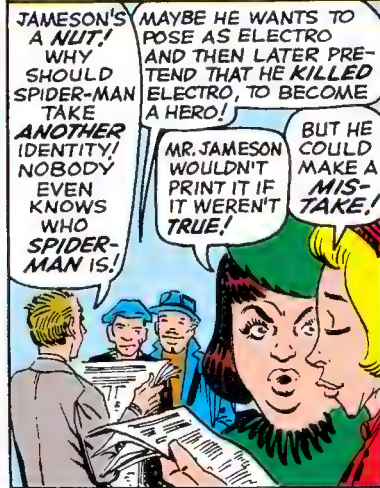
THE DAILY BUGLE EXTRA

PROOF THAT SPIDER-MAN IS ELECTRO!



THESE PHOTOS, TAKEN BY A BUGLE STAFF PHOTOGRAPHER, SHOW SPIDER-MAN AND ELECTRO IN THE SAME AREA, WITHIN SECONDS OF EACH OTHER!... THE BUGLE DARES SPIDER-MAN TO DISPROVE OUR CLAIM! TEST THE STRENGTH OF YOUR SPIDER-INDUCED STRENGTH BY ENTERING THE FIGHT! RETURNING TO THE FIGHT! RETURNING TO THE FIGHT!

AND, IN THE HOURS THAT FOLLOW, THE SENSATIONAL STORY IS ON EVERYONE'S LIPS...



JAMESON'S A NUT! WHY SHOULD SPIDER-MAN TAKE ANOTHER IDENTITY! NOBODY EVEN KNOWS WHO SPIDER-MAN IS!

MAYBE HE WANTS TO POSE AS ELECTRO AND THEN LATER PRE-TEND THAT HE KILLED ELECTRO, TO BECOME A HERO!

MR. JAMESON WOULDN'T PRINT IT IF IT WEREN'T TRUE!

BUT HE COULD MAKE A MIS-TAKE!

AND, IN A SECRET HIDEOUT, IN THE HEART OF THE CITY...



HA HA! JAMESON WILL HAVE A LONG WAIT IF HE'S GONNA WAIT FOR SPIDER-MAN TO DISPROVE ANYTHING!

NOW, WITH SPIDER-MAN OUT OF THE WAY, I'LL REALLY KEEP THINGS POPPING AROUND HERE! NOBODY WILL EVEN REMEMBER SPIDER-MAN WHEN I'M FINISHED!

AND NOBODY EVEN REMOTELY SUSPECTS WHO ELECTRO REALLY IS!! NOBODY KNOWS THAT I USED TO BE AN ORDINARY ELECTRIC LINEMAN NAMED MAX DILLON!



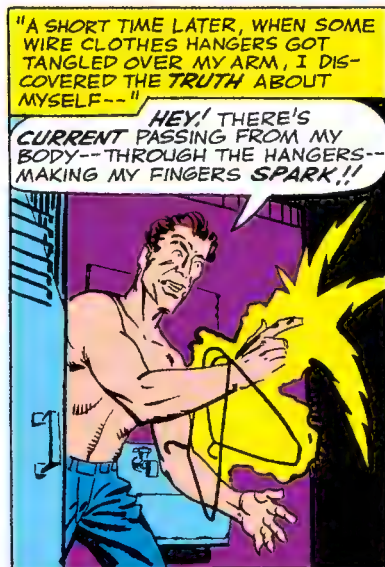
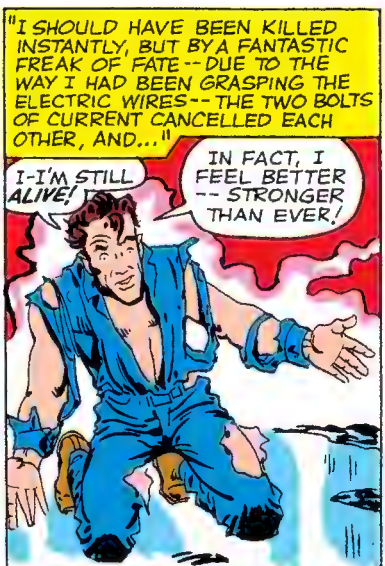
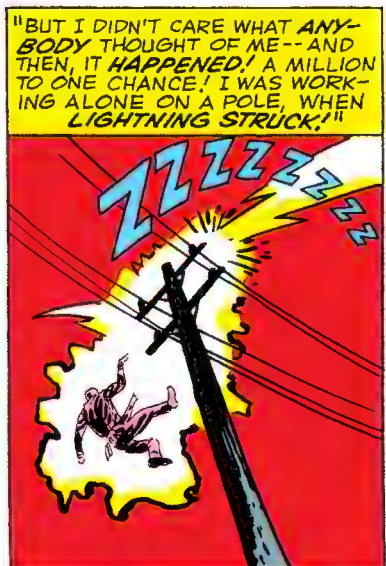
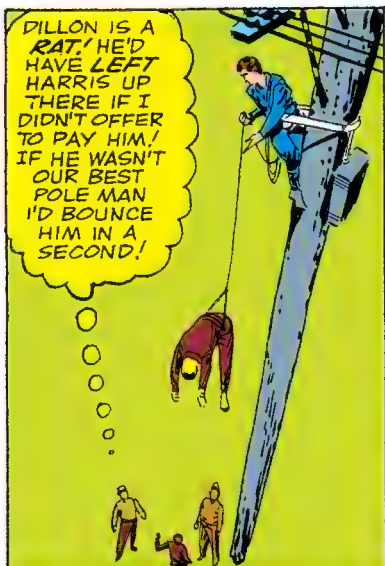
MAX, I NEED YOU! HARRIS IS IN TROUBLE ON A HIGH TENSION POLE! YOU'VE GOT TO HELP HIM DOWN!

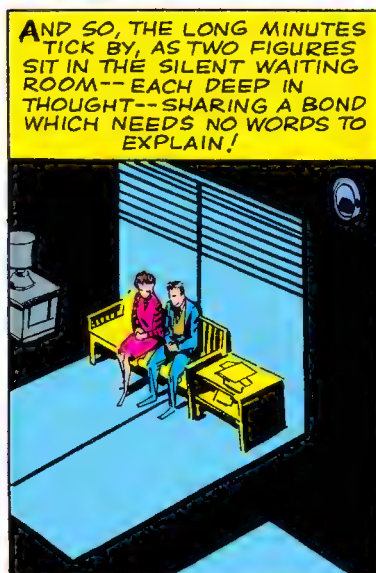
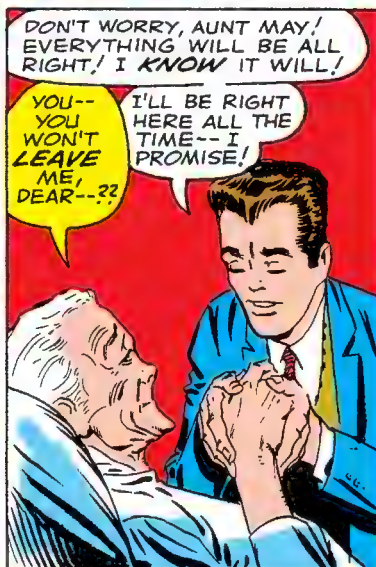
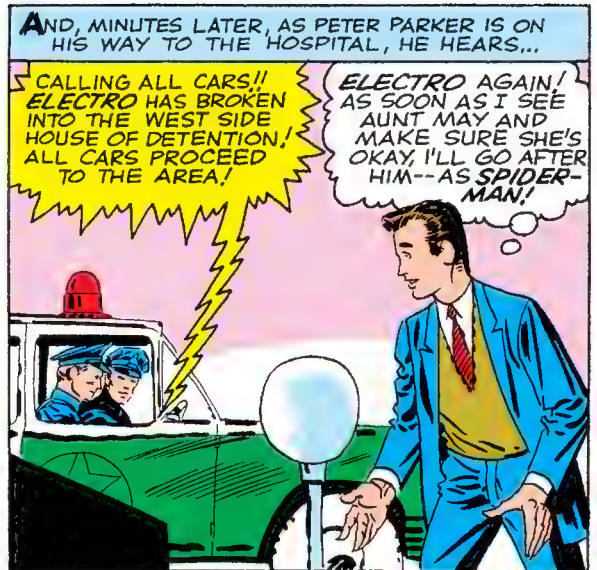
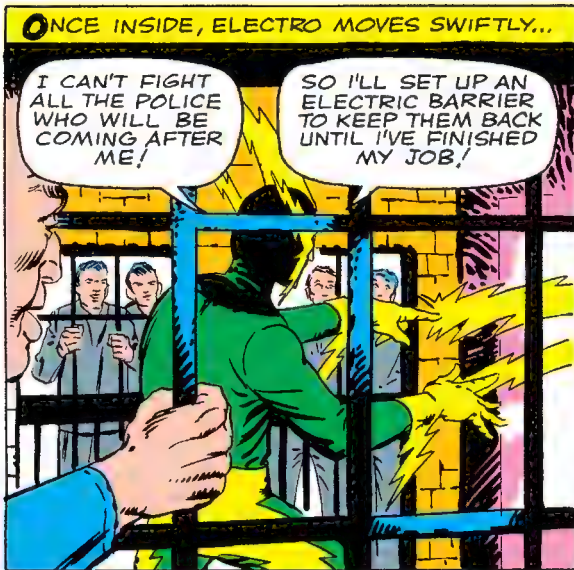
FORGET IT! I DON'T DO ANYTHING FOR NOTHING! HOW MUCH BONUS WILL YOU GIVE ME?

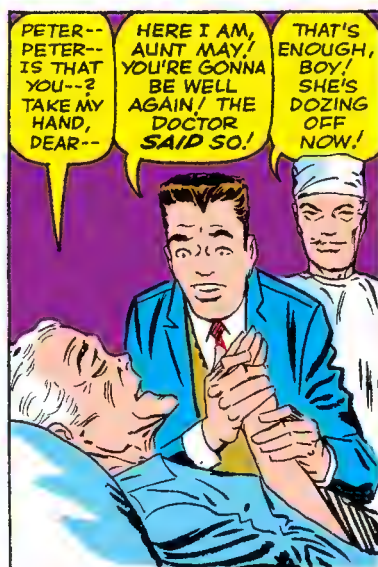
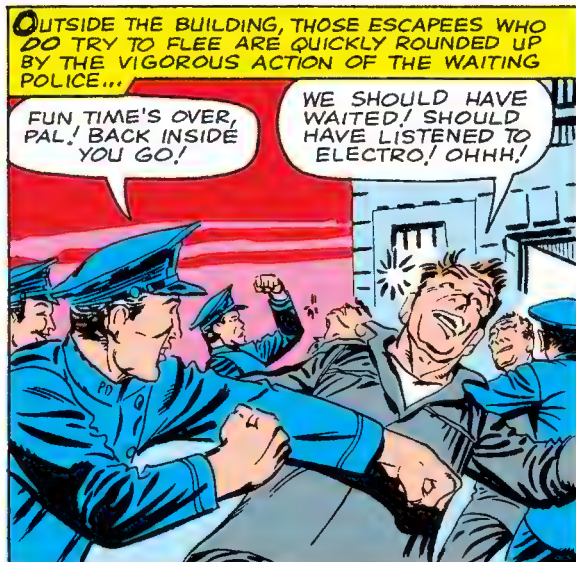
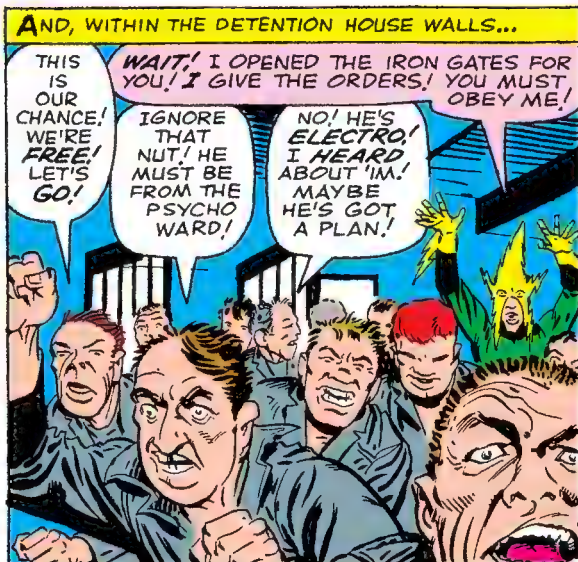
BUT THE MAN'S LIFE IS IN DANGER! AND YOU'RE OUR BEST POLE MAN! OKAY-- YOU WIN! WE'LL PAY A HUNDRED BUCKS!

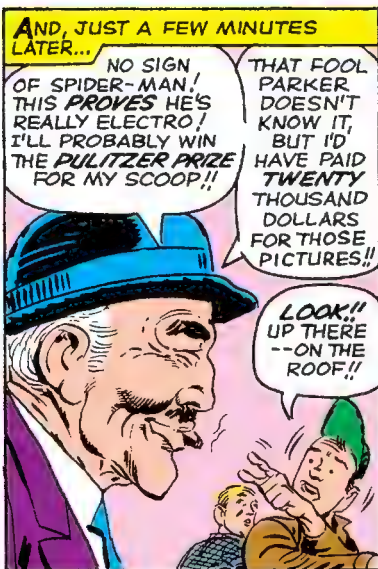
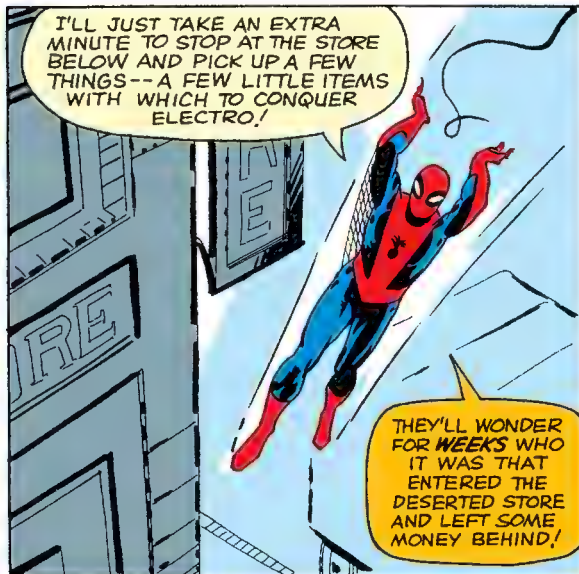


THAT'S MORE LIKE IT! NOW DON'T GET YOUR JAWS IN AN UPROAR! I'LL BRING 'IM DOWN!



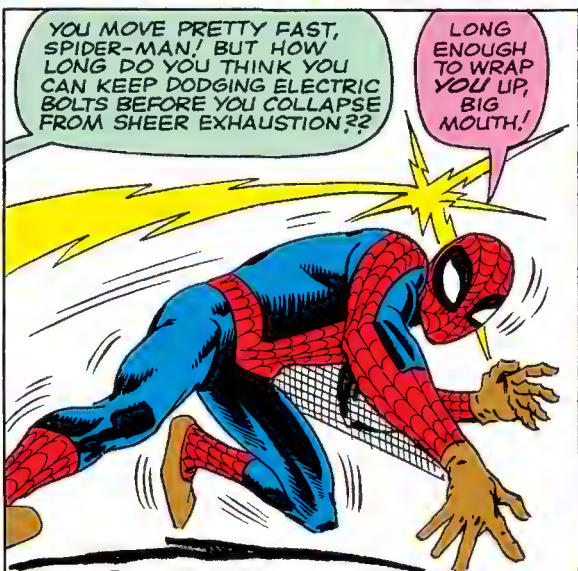
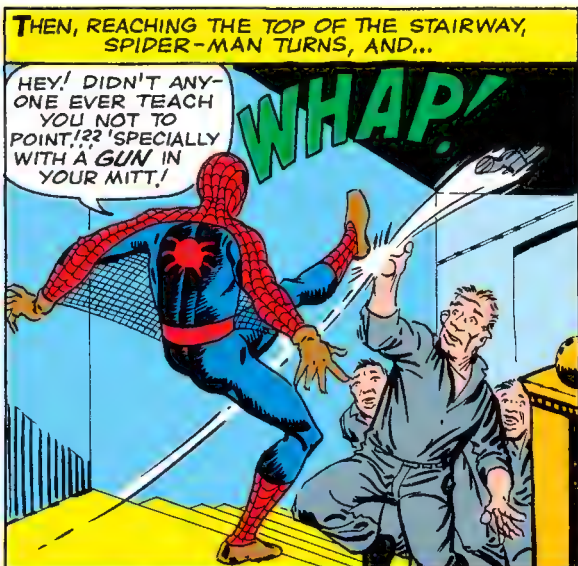














HERE'S A BUCKET OF SAND FOR YOU TO CHEW ON WHILE YOU'RE MAKING UP THAT SLOW-WITTED MIND OF YOURS!



IS *THAT* THE BEST YOU CAN DO? DON'T YOU KNOW THAT ELECTRIC CURRENT CAN TURN SAND TO GLASS?



SURE I KNOW IT! BUT WHILE YOU'RE BUSY SHOWING OFF, IT GIVES *ME* TIME TO SHOOT MY WEB AT YOUR GUN--JAMMING IT SO YOU CAN'T FIRE! DO I MAKE MYSELF CLEAR??

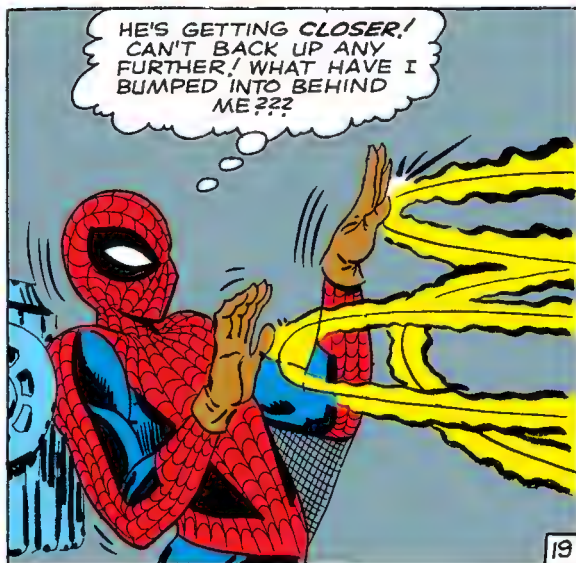


LIVID WITH RAGE AND FRUSTRATION, ELECTRO SUDDENLY RIPS SOME HIGHLY CHARGED POWER WIRES FROM THE WALL, WHIRLING THEM MENACINGLY AROUND HIS HEAD!

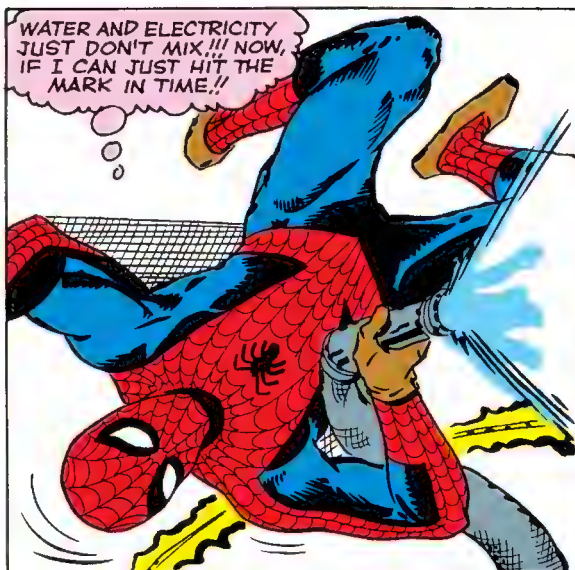
YOU'VE MOCKED ME FOR THE *LAST TIME!* ANY ONE OF THESE WIRES, IF IT TOUCHES YOUR BODY, WILL RID THE EARTH OF SPIDER-MAN--*FOREVER!*

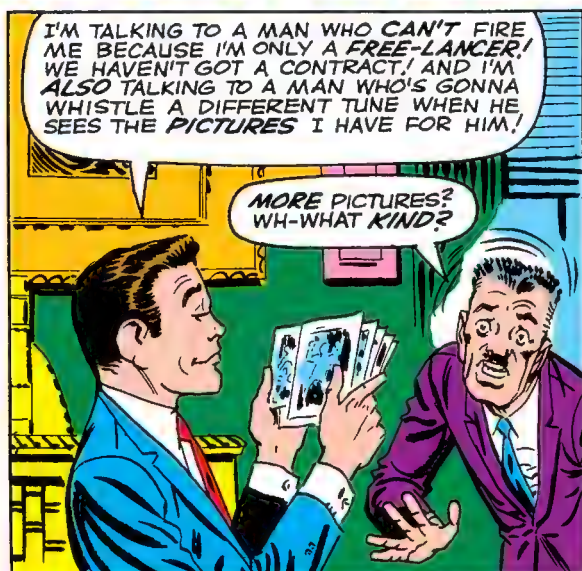
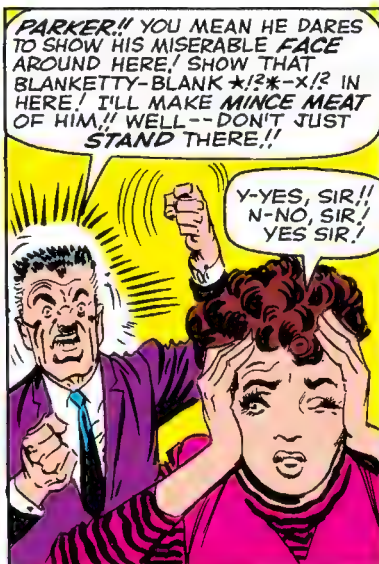


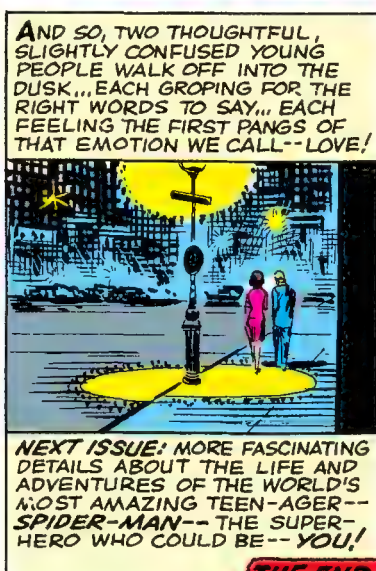
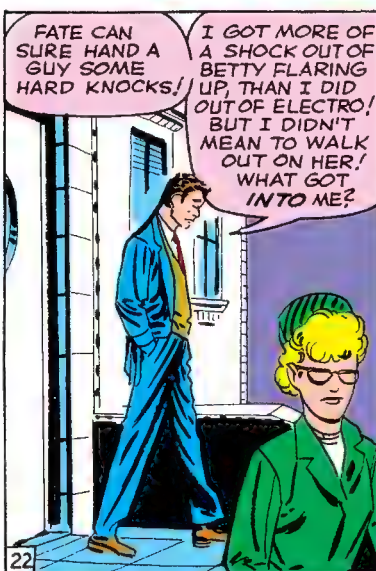
THIS IS *SERIOUS!* I CAN DEFLECT SOME OF THEM WITH MY RUBBER GLOVES--BUT IF ONE TOUCHES MY BODY, IT'S CURTAINS FOR ME!



HE'S GETTING *CLOSER!* CAN'T BACK UP ANY FURTHER! WHAT HAVE I BUMPED INTO BEHIND ME???









SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve.

Only the team of Lee and Ditko could turn out a masterpiece like the AMAZING SPIDER-MAN #5. What a terrific issue! The art was spectacular and I hope to see future issues as good as #5! As for my comparison of the Spider-Man to other Marvel characters, he is the best next to the Fantastic Four. In the future I would like to see Spider-Man tangle with the Incredible Hulk. I think the new comic THE AVENGERS is swell. With such feats as the AMAZING SPIDER-MAN and the AVENGERS, I turn to Marvel Comics ahead of the others! Another of my opinions is that SGT. FURY AND HIS HOWLING COMMANDOS is not worth publishing. You say that the MARVEL COMICS GROUP ushers in the MARVEL AGE OF COMICS — well, you can usher Sgt. Fury and his sloppy associates right out the door, but otherwise, keep up the good work!

David Buset
177 Ivy Drive
Oronda, Calif.

Steve is laughing — he doesn't draw SGT. FURY! But look at poor ol' Stan over there in the corner, weeping! As for the Commandos being sloppy, Dave — there aren't too many good tailor shops in fox-holes! Anyway, we're glad you like SPIDER-MAN, fella!

Dear Stan and Steve.

This morning I walked two miles for SPIDER-MAN #5, and it was well worth it! (The comic, not the walk!) Only one thing bugs me — why do you always put exclamation marks after whatever your characters say? (except for questions)

Gordon Flagg, Jr.
1906 Clairmont Terr.
Atlanta, Ga.

There's a reason for the exclamation marks, Gordon . . . When ordinary periods are used between sentences, they sometimes do not reproduce clearly when the mag is printed and the sentences seem to run together. But, exclamation marks show up much better, thus eliminating the possibility of any confusion.

Dear Stan and Steve.

Since your themes are crimefighters I think that Spider-Man should be recognized for the good he is trying to do by his fellow characters, or by an intimate group of his friends who believe in him and are convinced of his worth. Then he wouldn't have to stand alone as is the case of so many seemingly bad teenagers today.

Lee Snowden
727 So. 56th St.
Phila. 43, Pa.

We're not quite sure what you mean, Lee, but we love the way you said it!

Dear Stan and Steve.

There's one question which has been bugging me ever since I read SPIDER-MAN #6. On page 6 panel 3 the picture has ol' Doc Doom bouncing our boy something fierce. Now where did he get that kind of strength?? — Also, since I'm sending this letter I'll ask another question. On page 13 panel 6 Spider-Man has just slithered down through the air vent and is hanging upside-down when he

shoots out his spider symbol which comes out rightside up instead of upside-down since he was upside-down and not rightside up . . . how come??!

Don Powers
2208 Harcourt Drive
Cleveland Heights, Ohio

How come? Because we made a big, fat, bonehead mistake . . . THAT'S how come! As for Doc Doom giving Spidey his lumps, Don — the Doc has always been a mighty foe! If you don't believe it, ask Mr. Fantastic!

Dear Stan and Steve.

Like it said on the cover of SPIDER-MAN #5—"It had to happen!" Spider-Man was just bound to battle Doc Doom sometime. As most readers will agree, Steve Ditko usually does a pretty bad job on the Fantastic Four whenever he draws them. Therefore, you'd think he'd do just as bad a job on Doctor Doom, the FF's arch-foe. Not so! Ditko did an admirable job on the ol' Doc. It's a funny thing about Steve's art—everybody likes the weird and mysterious style he gives Spider-Man, but if he were to illustrate the FF it'd undoubtedly be a flop; same thing if Kirby illustrated Spider-Man!

John Page
5933 Elkport
Lakewood, Calif.

One thing WE always say about Steverino's art, Johnny . . . It's so far out, that it's in!

Dear Stan and Steve.

Your Spider-Man vs. Torch stories are great and the sooner you throw Iceman in them, the sooner the fun will really begin. Ditko's work—at first—I didn't like, but now anyone who sees his work on Spider-Man 12 times a year and still doesn't like it has got to be as nutty as a fruit-cake! Steve boy, if I could get to New York, I'd personally tell you how sorry I am about calling your work "the worst of Marvel's". It seems to me that I wasn't in the mood to think straight, or perhaps, I must have been studying my five minute talk on comics that I said in front of Salem High School—and won third prize in doing so! When it comes to drawing Spider-Man in an utterly fantastic way, everyone takes a back seat to you—even Mr. Kirby! While he did a very good job on Spider-Man in the STRANGE TALES ANNUAL, I missed your touch. You are to Spider-Man as Kirby is to Sgt. Fury. If possible, Spider-Man should become a member of some team—he's the only super-hero that you publish regularly that doesn't have a partner or partners—so how about it?

Michael Fallis
P.O. Box 663
Salem, Mass.

We imagine if the Human Torch were asked, Mike, he'd say: "Sure, Spider-Man should be a member of a team — like Laurel and Hardy, or the Three Stooges!"

Dear Stan and Steve.

I'm writing on SPIDER-MAN #5. My general opinion about it is great! There could have been a few things done differently to make it even better, though. Steve's drawing of the FF and Doc Doom was . . . well . . . shall we say . . .

CONTINUED...

CONTINUED...

not too good? (Shall we say lousy?) I think it was because he isn't used to drawing them, like Kirby is. I think it better that Peter's Aunt May didn't find out about his alter-ego, but I think Steve Perrin's idea about a feminine ally, but not necessarily J.J.J.'s daughter, is good. I also think (boy, I am doing a lot of thinking) David Colman's idea about a Spider-Man Fan Club is a gem. Spider-Man should meet the FF and clear his name—I don't want another Hulk, so to speak. How about a Spider-Man T.V. show? If the show was half as good as the mag it would have no trouble at all getting a sponsor aside from being a smash hit. On page 21, panel 1, Steve drew Sue Storm's hair all wrong—she hasn't worn it like that for some time now! That's about all for now, except keep up the good work and keep putting them out as good as #5 was!

Brady Flowers
10 E. Washington Ave.
Le Center, Minn.

WE'RE willing to have a SPIDER-MAN T.V. show, Brady — but the T.V. industry hasn't yet started breaking down our door to beg for permission! In fact, over at the networks, they probably think SPIDER-MAN is a guy who hunts spiders!

Dear Stan and Steve.

When I first read SPIDER-MAN (issue #3) he didn't seem to be as good as your other super-heroes, but I figured anything with MARVEL scrawled on it had to turn out great. After I read SPIDER-MAN #4 (about 20 times) I fell in love with him. But after I read #5 you could have hauled me away and I wouldn't have cared—I was so overwhelmed. For plot and action it just can't be beaten. I have only one complaint—it is about Ditko's art work. He would be a great artist if he could only learn to draw. All of his characters have square heads and bodies. The only decent looking one is the costumed Spider-Man. Even though Ditko's work isn't the best I've seen, I still think your mag is the greatest.

David Catena
2601 Cambria Ave.
Windber, Pa.

Y'know something? There may not be another issue of SPIDER-MAN! We won't have time to produce it — we'll be too busy burning all these letter pages before Steve can read them! Anyway, Dave, what's wrong with a square head and body? You should see OURS!

Dear Stan and Steve.

A couple of months ago I went to the drugstore with no intention of buying a comic book. As I strolled by the comic rack my eyes latched onto something different—SPIDER-MAN natch! As soon as I bought it I read the adventure-filled book that exploded with excitement. It was new and completely different with the most awesome villains I have ever witnessed. Please don't team up Spider-Man with anyone! He's great as he is! Steve Ditko's art is great, especially the scenes where he pictures our hero leaping or swinging from building to building. I hope you won't have Spider-Man hanging onto one expression like "Holy Hannah!". I have just read issue #5 and thought it was equally tremendous. I think a nationwide fan club would be great as suggested by David Coleman. I cannot find anything wrong with this magazine—it's simply stupendous. Please keep up the good work!

Tommy Key
303 Westover Dr.
Birmingham 9, Ala.

HOLY HANNAH! Are we glad to see your letter, Tommy! Steve was just about to send away for a mail-order course in drawing! Anyway, as far as teaming Spidey up with anyone is concerned, we're no plans to do so at present — and our mail is pretty evenly divided about it! Some fans say we HAVE TO team him up — and others say we shouldn't DARE do it! So we'll stand pat for the present!

SPECIAL ANNOUNCEMENTS SECTION:

- Well, the suspense is killing us! It's time to send this ish to the printers, and SPIDER-MAN #7 hasn't gone on sale yet, so we STILL haven't received any letters from you telling how you feel about our dropping the letters page! But, the tally will be in by NEXT ish and we'll give you the straight scoop at that time!
- So, let's see now — we've got an announcements section, so we ought to find something to announce in it! One thing we should mention is the difficulty some of you fans say you're having in finding our mags. We've received many letters telling us that some stores and newsstands don't carry SPIDER-MAN and other Marvel mags — or, that they're sold out by the time you get to the stands — or some such thing. Unfortunately, it is almost impossible for us to control the distribution of our mags at the dealer level. We make sure our issues get to each city, but after that it's up to the individual wholesalers to deliver them to each store. And, sometimes, the storekeeper himself doesn't bother displaying all the mags he receives. The best thing you can do is keep ASKING your dealer for the mags you want. Tell him to reserve your copy each month. If he hears it enough, who knows? He might even realize he's got some best-sellers right under his nose that he didn't even know about!
- No sense our mentioning the features which will appear in the other Marvel mags this month, because they're listed in the Special Announcements Section of FANTASTIC FOUR #23, also on sale at this time, and most of you SPIDER-MAN readers also read the FF. But, let's see what ISN'T mentioned in the FF. . . .
- JOURNEY INTO MYSTERY has a featurette about The Boyhood of Thor which we think you might like. It shows Thor and Loki as youngsters — and y'know something? Loki hasn't improved a bit with age!
- Ish #3 of X-MEN, now on sale, is the first issue which really plays up their various personalities! It'll show you that The Beast ISN'T really like The Thing, as many readers have implied. Lots of fans have asked to see SPIDER-MAN together with the X-MEN — what do YOU think?
- Have you been following our The Wasp Tells a Tale feature in TALES TO ASTONISH? This ish (#52) has a cutie called Not What They Seem — but the best cutie of all, natch, is The Wasp herself!
- The Watcher is back in TALES OF SUSPENSE with a nifty called Journey's End. We're getting real fond of The Watcher! Some day we hope we can find a way to feature him a bit more than we're doing at present! Any ideas?
- Oops! We almost forgot! The current ish of FANTASTIC FOUR (#23) brings back Doctor Doom, aided and abetted by a team of mighty unusual flunkies! Also, it shows the FF on the verge of splitting up and electing themselves a new leader! It's written by Stan, drawn by Jack Kirby, and produced by Marvel! What more can we say?
- Smiling Stevey Ditko doesn't want us to tell you what the next SPIDER-MAN will be about! He thinks you'll get more of a kick out of it if you're surprised. (If you ask US, he and Stan just haven't WRITTEN it yet!) Anyway, it's not too long to wait . . . and so, till we meet again, here's hoping you continue to find as much enjoyment in our mags as we find in your wonderful, loyal support!



MARVEL
COMICS
GROUP **12¢**

10
MAR.

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

NEVER HAS ANYONE FOUGHT
SUCH MERCILESS FOES AS...

"THE ENFORCERS!"



IN THIS ISSUE:

LEARN WHY J. JONAH JAMESON REALLY HATES SPIDER-MAN!

WWW.MARVEL.COM

(c) 2009 Marvel Characters, Inc. All rights reserved.



HOW CAN ONE LONE CRIME-FIGHTER, THOUGH
POSSESSING THE POWER OF COUNTLESS SPIDERS,
HOPE TO DEFEAT

"THE ENFORCERS!"

CAUTION! THINK TWICE BEFORE STARTING THIS MOVIE-LENGTH TALE. WE FEEL IT ONLY FAIR TO WARN YOU...ONCE YOU HAVE READ IT...ONCE YOU HAVE SAVERED THE THRILLS AND SURPRISES WHICH ONLY **SPIDER-MAN** CAN PROVIDE...YOU MAY FIND IT DIFFICULT TO EVER AGAIN BE SATISFIED BY LESSER MAGAZINES!



OKAY! IF YOU'VE READ THIS FAR, WE FIGURE YOU'RE HOOKED! THERE'S NO TURNING BACK NOW! SO HOLD ON TO YOUR HATS... HERE GOES ONE OF THE MOST EXCITING SUPER-ADVENTURES YOU'VE EVER READ!

EVERYTHING'S ALL SET, BOSS!

GOOD! SPIDER-MAN WAS SEEN HEADING THIS WAY! HE SHOULD ARRIVE WITHIN SECONDS! START OPERATION HI-LIFT RIGHT NOW!



AT A SIGNAL FROM THE MYSTERIOUS MASKED MAN, A PROFESSIONAL BURGLAR CAUTIOUSLY CLIMBS TOWARD THE END OF A LONG FLAGPOLE...

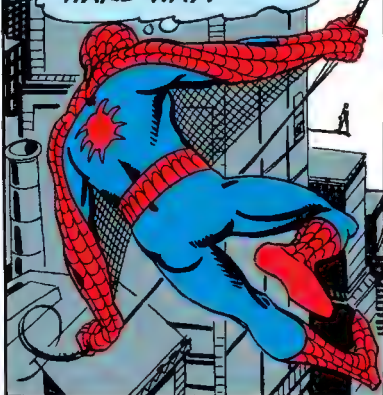
COME BACK WITH THOSE JEWELS! YOU HAVEN'T A CHANCE OUT THERE!

I WOULDN'T MAKE BOOK ON THAT IF I WERE YOU! THE BIG MAN PLANNED THIS CAPER, AND HE NEVER FAILS!



AT THAT MOMENT, THE WORLD'S MOST DRAMATIC SUPER-HERO WITNESSES THE STRANGE SCENE, AND THEN...

IF THAT JOKER'S TRYING TO ESCAPE FROM THE POLICE, HE'S DOING IT THE HARD WAY!



I'D BETTER GRAB HIM BEFORE HE FALLS AND...

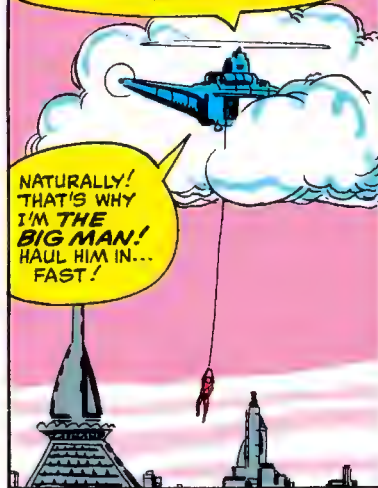
HEY! WHAT'S GOING ON?!!



IT WORKED! SPIDER-MAN NEVER SUSPECTED I HAD A CABLE WRAPPED AROUND ME!!

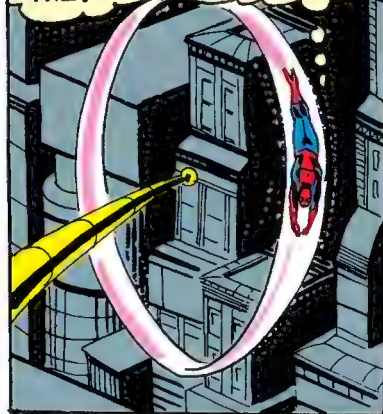
WE CAUGHT SPIDER-MAN FLAT-FOOTED, BOSS, JUST LIKE YOU SAID!

NATURALLY! THAT'S WHY I'M THE BIG MAN! HAUL HIM IN... FAST!



DON'T KNOW WHAT IT'S ALL ABOUT, BUT NOBODY MAKES A SAP OUT OF ME!

I'LL SWING AROUND THIS FLAGPOLE ON MY WEB, TO GET UP SOME STEAM, AND THEN...

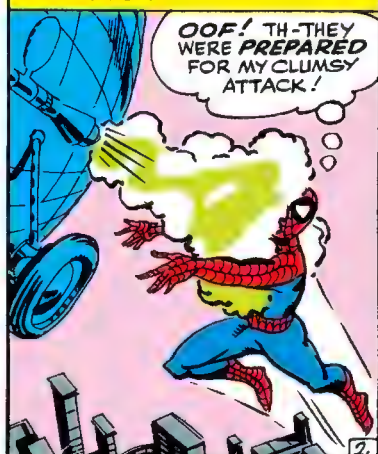


I'LL GET HIM BEFORE HE CAN ESCAPE IN THAT HIDDEN WHIRLEY-BIRD!



BUT BEFORE SPIDER-MAN CAN ATTACH HIMSELF TO THE HOVERING HELICOPTER, AN UNEXPECTED BLAST OF BLINDING CHEMICAL FOAM MEETS HIM HEAD ON!

OOF! TH-THEY WERE PREPARED FOR MY CLUMSY ATTACK!



THE CHAGRINED CRUSADER BREAKS HIS FALL BY QUICKLY FASHIONING A CRUDE PARACHUTE OUT OF HIS AMAZING WEB, AS HE BITTERLY THINKS...

I SURE WON'T WIN ANY MEDALS FOR THE DUMB-HEAD WAY I MUFFED THAT JOB!



AND DOWN BELOW, THE WATCHING CROWD SEEMS TO **SHARE** SPIDER-MAN'S SENTIMENTS...

BOY! HE SURE GOOFED THAT ONE!
SOME SUPER-HERO HE IS! HE'S JUST A BIG CLOWN!
THE GUY ON THE FLAG-POLE GOT AWAY SCOT FREE!



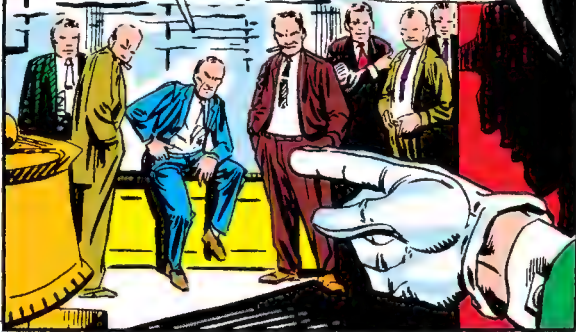
AND, HIGH ABOVE, IN THE HELICOPTER...

WITHIN MINUTES, THE NEWS WILL BE OUT AND THE ENTIRE CITY WILL KNOW HOW WE MADE A FOOL OF SPIDER-MAN! NOW HEAD FOR THE HIDEOUT!

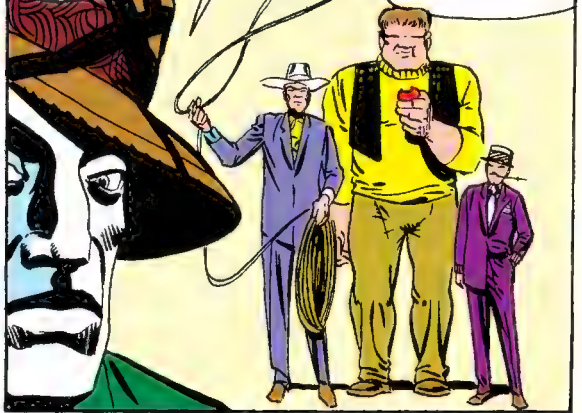


A SHORT TIME LATER, THE **BIG MAN** ENTERS A SMOKE-FILLED ROOM...

IT'S ABOUT TIME YOU GOT HERE!
WE'VE GOT OUR OWN GANGS TO TAKE CARE OF! WE'RE NOT USED TO WAITIN' FOR ANYONE!
SILENCE! I CALLED THIS MEETING TO INFORM YOU THAT I'M TAKING OVER ALL THE RACKETS IN THE CITY! FROM NOW ON, **THE BIG MAN** IS HEAD OF THE CRIME SYNDICATE.



I'M GOING TO RUN THIS LITTLE ENTERPRISE LIKE A BIG BUSINESS!
AS BOSS OF OUR ORGANIZATION, I'LL GIVE ALL THE ORDERS!
... AND MY **ENFORCERS** HERE WILL MAKE SURE THAT MY ORDERS ARE CARRIED OUT! ANY QUESTIONS?



LOOK, BIG MAN, YOU'RE NOT TALKING TO KIDS!
NOBODY IS GONNA TELL ME WHAT TO DO! I'M CUTTIN' OUT!
THAT GOES FOR ME, TOO!

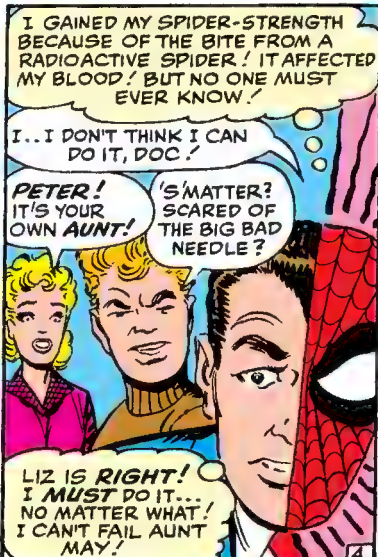
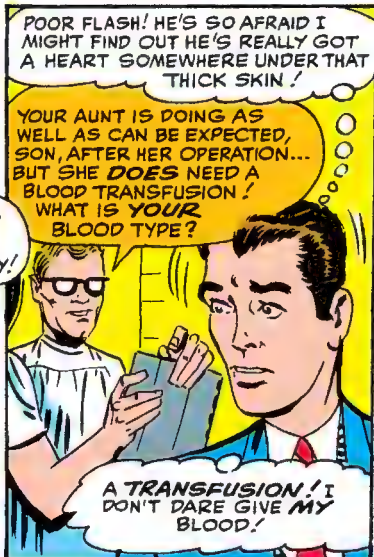
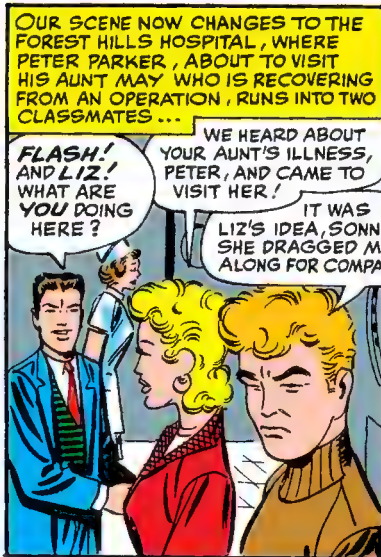
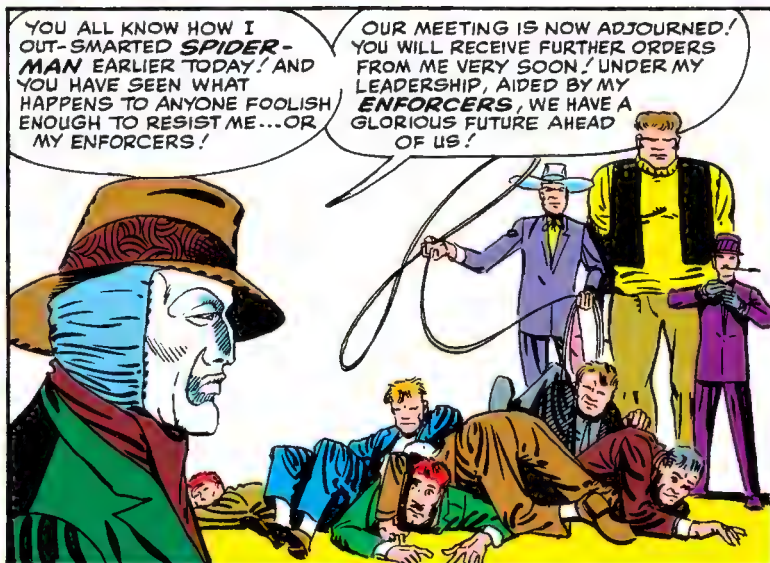


FIRST, LET ME PRESENT **FANCY DAN!** THOUGH SMALL, HIS FOOTWORK IS SO FAST AND DAZZLING, THAT NO ONE CAN LAY A HAND ON HIM WHILE HE PERFORMS LITTLE ODD JOBS FOR ME... SUCH AS **THIS!**



IF YOU ARE WONDERING HOW SUCH A LITTLE MAN CAN BE SO DANGEROUS, YOU MAY BE INTERESTED IN KNOWING THAT **FANCY DAN** IS A MASTER OF JUDO, AND ENTITLED TO WEAR THE COVETED BLACK BELT!





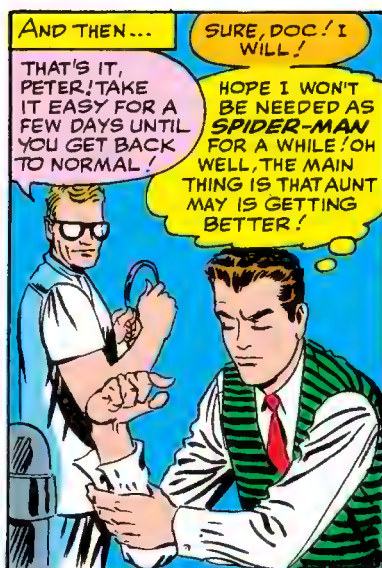


LUCKY FOR ME MY BLOOD CHECKED OUT OKAY! THE TESTS DIDN'T REVEAL MY SUPER QUALITIES!

JUST LIE THERE AND RELAX, SON! THIS WILL GIVE YOUR AUNT THE STRENGTH SHE NEEDS!



IF MY STRENGTH COMES FROM MY BLOOD, WHICH WAS AFFECTED BY THE SPIDER'S BITE, HOW WILL THIS TRANSFUSION **AFFECT** ME? I'LL PROBABLY BE SOMEWHAT **WEAKENED** FOR A WHILE, UNTIL THE BLOOD CELLS CAN REBUILD THEMSELVES!



AND THEN...

SURE, DOC! I WILL!

THAT'S IT, PETER! TAKE IT EASY FOR A FEW DAYS UNTIL YOU GET BACK TO NORMAL!

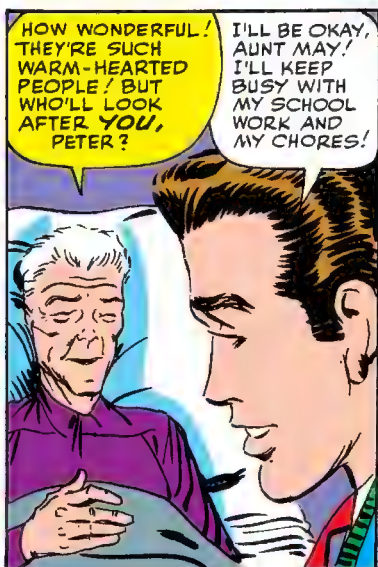
HOPE I WON'T BE NEEDED AS **SPIDER-MAN** FOR A WHILE! OH WELL, THE MAIN THING IS THAT AUNT MAY IS GETTING BETTER!



FINALLY...

THANKS TO YOU, PETER DEAR, THE DOCTOR SAYS I CAN LEAVE HERE, SHORTLY!

THAT'S **GREAT**, AUNT MAY! THE ABBOTTS, NEXT DOOR, WANT YOU TO JOIN THEM FOR A WEEK ON A TRIP TO FLORIDA! IT'LL BE JUST WHAT YOU NEED!



HOW WONDERFUL! THEY'RE SUCH WARM-HEARTED PEOPLE! BUT WHO'LL LOOK AFTER YOU, PETER?

I'LL BE OKAY, AUNT MAY! I'LL KEEP BUSY WITH MY SCHOOL WORK AND MY CHORES!



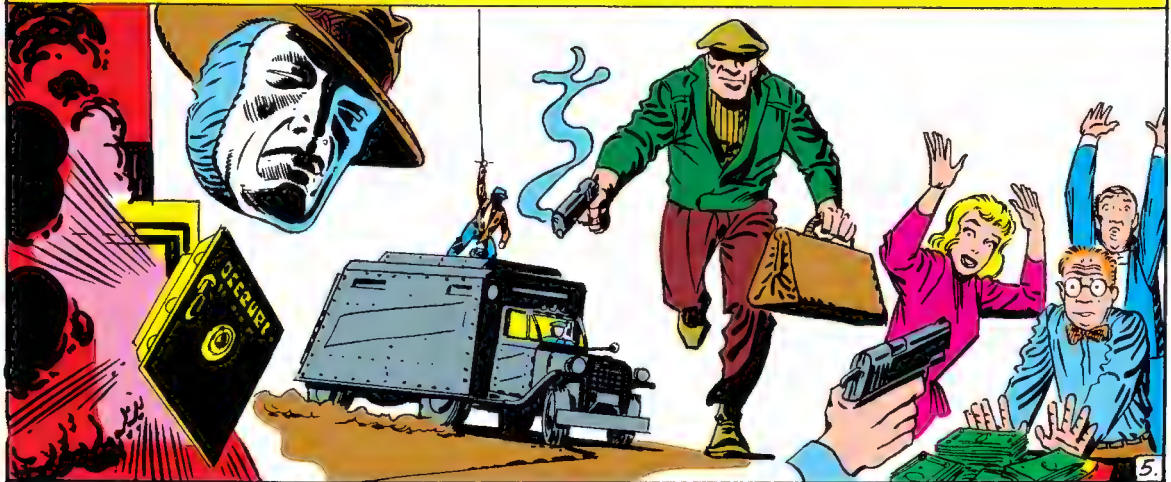
THUS, A SHORT TIME LATER...

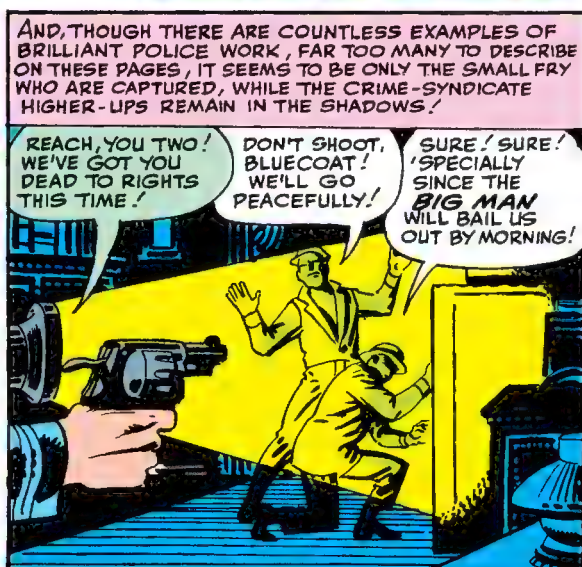
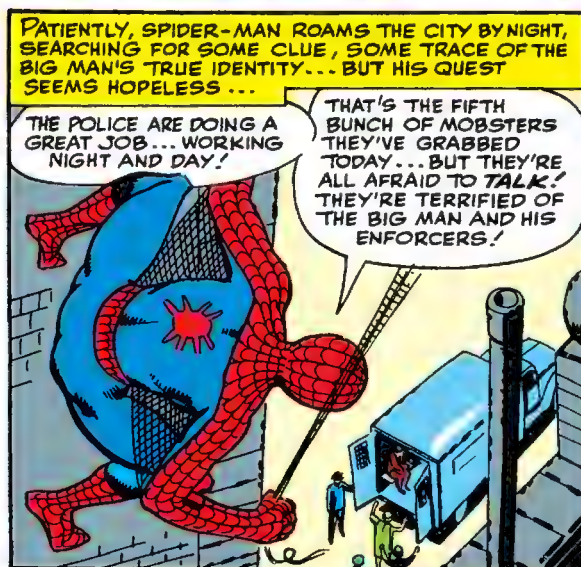
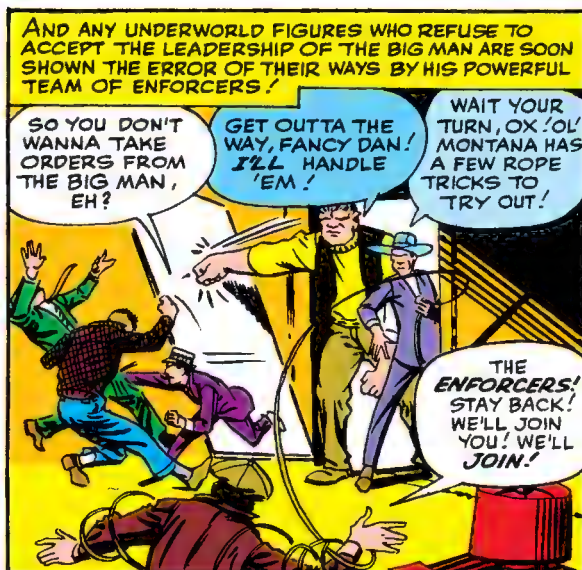
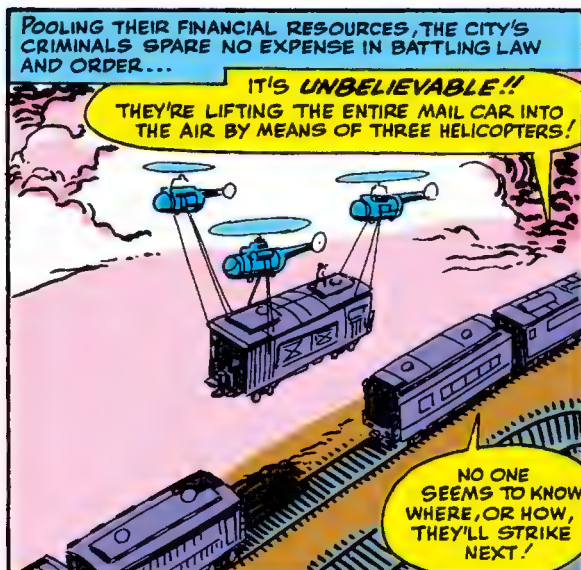
TAKE CARE OF YOURSELF, PETER, DEAR! WEAR YOUR RUBBERS IN THE RAIN, AND BE SURE TO DRESS WARM ENOUGH! I PUT YOUR NOSE DROPS IN THE MEDICINE CHEST, AND...

SURE, AUNT MAY! JUST GET LOTS OF SUN AND DON'T WORRY ABOUT ME!

WE'LL TAKE GOOD CARE OF HER, PETE!

BUT, AS PETER'S AUNT HEADS SOUTH, A NEW CRIME WAVE BEGINS TO ERUPT IN THE CITY! UNDER THE LEADERSHIP OF THE MYSTERIOUS **BIG MAN**, A WELL-ORGANIZED AND POWERFUL NETWORK OF UNDERWORLD MOBS SEEM TO STRIKE EVERYWHERE AT ONCE!!





IN HIS PLUSH OFFICE THE NEXT DAY, IN THE DAILY BUGLE BUILDING, A DETERMINED J. JONAH JAMESON SENDS FOR ONE OF HIS MOST CAPABLE COLUMNISTS...

FOSWELL, I WANT YOU TO WRITE A SERIES OF ARTICLES WHICH WILL **PROVE** THAT THE **BIG MAN** IS NONE OTHER THAN **SPIDER-MAN** HIMSELF!

BUT WE **HAVEN'T** ANY PROOF, MR. JAMESON! THE POLICE DON'T YET KNOW **WHO** HE IS!

AND IF YOU GO OUT ON A LIMB THE WAY YOU DID LAST MONTH WHEN YOU CLAIMED HE WAS **ELECTRO**,* AND IF YOU TURN OUT WRONG **AGAIN**, PEOPLE WILL LOSE CONFIDENCE IN OUR PAPER!

QUIET!! I'LL DO THE TALKING!

* SPIDER-MAN #9 FEB. "THE WRATH OF ELECTRO!"...ED.

I'M STILL RUNNING THIS PAPER, FOSWELL! NOW, DO AS I SAY, OR I'LL FIRE YOU AND SEE TO IT, THAT **NO** PAPER EVER HIRES YOU AGAIN!

I'LL DO IT, MR. JAMESON! I'VE GOTTEN INTO THE HABIT OF EATING THREE SQUARES A DAY!

I GUESS YOU **HEARD** THAT, BETTY! BOY, DOES HE HATE SPIDER-MAN!

I **KNOW**! I HAVE TO LISTEN TO HIM ALL DAY LONG! I'M GLAD IT'S QUITTING TIME NOW, FOSWELL!

AND, AS BETTY BRANT LEAVES THE BUGLE BUILDING AND WAITS OUT FRONT...

I WONDER IF PETER WILL BE PASSING BY AS HE SOMETIMES DOES?

THAT'S HER, YOU GUYS! THAT'S BETTY BRANT!

WELL, WHAT ARE WE **WAITIN'** FOR!?

YOU KNOW WHO WE ARE, SISTER! WHERE'S THE REST OF THE MONEY YOU OWE?

BUT I'VE ALREADY PAID OFF THE WHOLE LOAN!

SURE, BUT YOU FORGOT THE **INTEREST**! THE **BIG MAN** DOUBLED IT SINCE YESTERDAY!

NO! HE CAN'T DO THAT! IT ISN'T FAIR!

LADY, WHEN THE **BIG MAN** TOOK OVER EVERY RACKET IN TOWN... INCLUDING THE LOAN SHARK RACKET, HE DIDN'T DO IT FOR HIS **HEALTH**. NOW, I **WARN** YOU!

HEY! WHAT'S GOIN' ON THERE?

PETER! KEEP OUT OF THIS! GO AWAY! THEY'RE **DANGEROUS**!

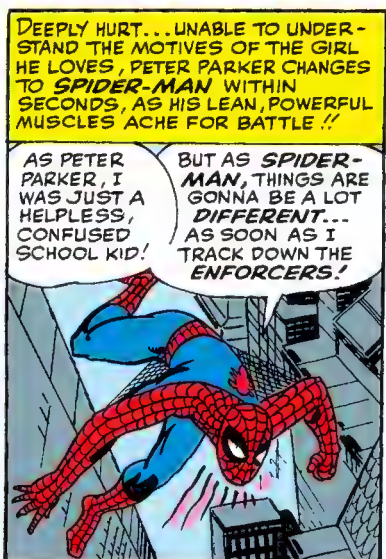
BETTY, YOU'RE **SCARED**! IF THEY'RE **BOTHERING** YOU...

WELL, WELL! SO THE GAL HAS A **BOY FRIEND**. EH? THAT'S REAL NICE... FOR US!

WE'RE TOO **GENTLEMANLY** TO THREATEN A FEMALE, BUT THE **OX** IS GONNA SHOW YOU WHAT'LL HAPPEN TO THAT SQUIRT IF YOU DON'T PAY UP!

LEAN ON 'IM A LITTLE, **OX**!

NO! NO! DON'T HURT HIM! I'LL GET THE MONEY SOMEHOW!



MINUTES LATER,
AFTER THE BLIND-
FOLD HAS BEEN
REMOVED...

THIS WON'T DO
YOU ANY GOOD,
SPIDER-MAN!
I DON'T SCARE
EASY, AND...
HEY!

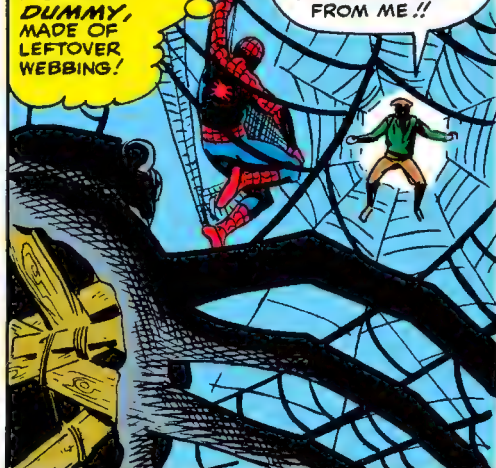


YOU ARE IN MY **SPIDER'S WEB!**
NOW, WILL YOU **TALK**, OR WON'T
YOU?



TH-THAT **THING**
BEHIND YOU, D-DON'T
LET IT COME ANY
CLOSER... **PLEASE...!!**

HE DOESN'T
KNOW I COULDN'T
IF I WANTED TO!
IT'S ONLY A
DUMMY,
MADE OF
LEFTOVER
WEBBING!



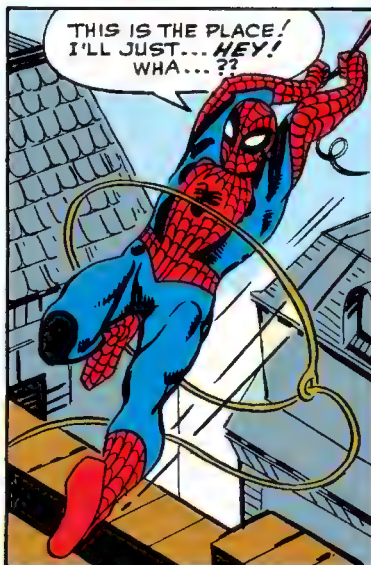
YOU CAN FIND THE
ENFORCERS AT 15
OAK STREET...
BUT KEEP AWAY
FROM ME!!

EXACTLY FIVE SECONDS LATER...

NOW TO GIVE THE
ENFORCERS A LITTLE
WORKOUT... AND HOPE
THEY'LL LEAD ME TO
THE **BIG MAN**
HIMSELF!



THIS IS THE PLACE!
I'LL JUST... **HEY!**
WHA...??

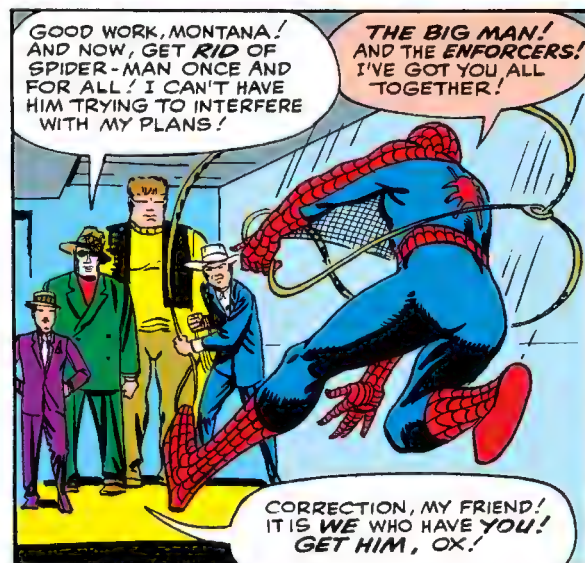


I'VE BEEN **LASSED**...
LIKE A RUNAWAY STEER!
...BEING PULLED INTO
THAT WINDOW!



GOOD WORK, MONTANA!
AND NOW, GET **RID** OF
SPIDER-MAN ONCE AND
FOR ALL! I CAN'T HAVE
HIM TRYING TO INTERFERE
WITH MY PLANS!

THE **BIG MAN!**
AND THE **ENFORCERS!**
I'VE GOT YOU ALL
TOGETHER!



CORRECTION, MY FRIEND!
IT IS **WE** WHO HAVE YOU!
GET HIM, OX!

EVEN A **REAL**
OX COULDN'T
"GET" ME, SO
NO PHONY ONE
IS GONNA DO
IT!

AND YOU CAN'T CATCH **SPIDER-
MAN** TWICE WITH THE SAME
ROPE TRICK, MISTER!



WHUMPH!!

A GUY YOUR SIZE MUST BE **NUTS** TO TRY TO TANGLE WITH ME!

HEY! I MISSED! NEVER SAW ANYONE MOVE SO FAST!

DON'T LET MY SIZE FOOL YOU, WISE-GUY! THEY DON'T CALL ME **FANCY DAN** FOR NOTHING!

AND THEY DON'T CALL ME **SPIDER-MAN** FOR NOTHING! FAST AS YOU ARE, MY SPIDER SENSE AND SPIDER REFLEXES WILL HELP ME TO NAIL YOU...LIKE THIS!

UH-OH! A LASSO...ROUND MY WRIST!

PULLING ME OFF BALANCE...CAN'T SHIFT MY WEIGHT IN TIME...CAN'T DUCK THIS --- **OWW!**

I BEEN **WAITIN'** TO LAND A HAY-MAKER ON SPIDER-MAN!

BUT, WHAT MIGHT BE A "HAYMAKER" TO ANYONE ELSE, JUST ANGERS **SPIDER-MAN** ENOUGH TO SPUR HIM TO STILL MORE DAZZLING FEATS, SUCH AS...

LOOK OUT! HE FLIPPED BACKWARDS.. THRU THE ROPE!

HE'S STRONG...AND SWIFT... BUT IT'S **STILL** THREE AGAINST ONE...AND WHEN A GUY AS FAST AS **FANCY DAN** IS ALSO A **JUDO** EXPERT, WHAT CHANCE CAN SPIDER-MAN HAVE?

STOP FLAPPIN' YOUR LIPS AND KEEP **FIGHTIN'**! HE'S A LONG WAY FROM BEIN' LICKED YET!

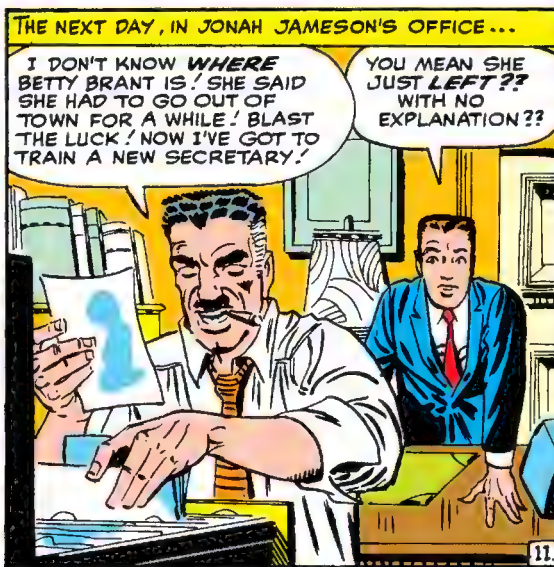
YOU SAID A **MOUTHFUL**, CUDDLES!

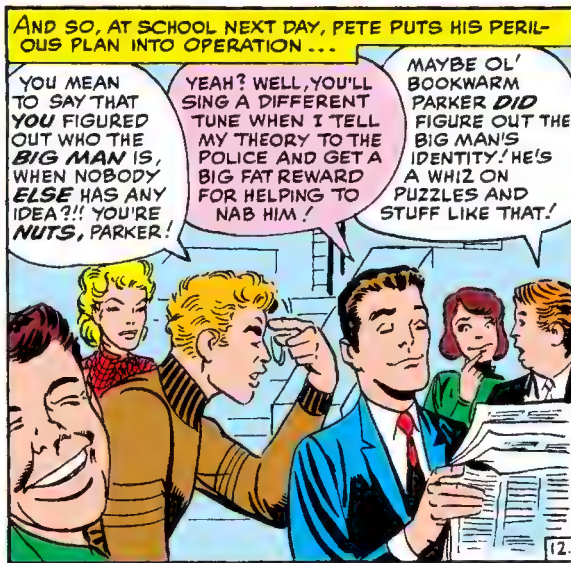
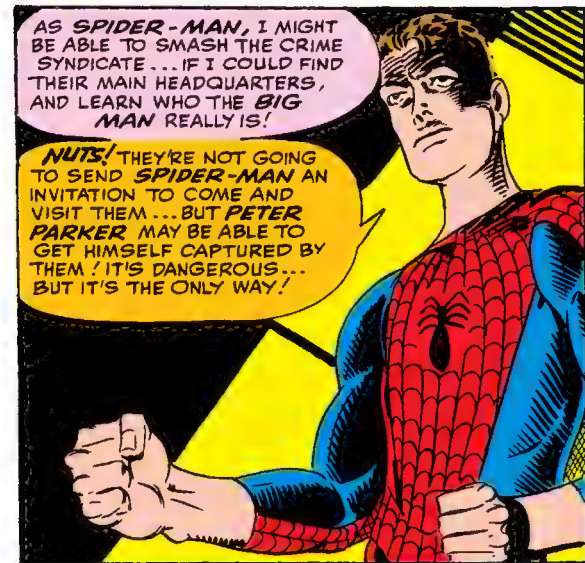
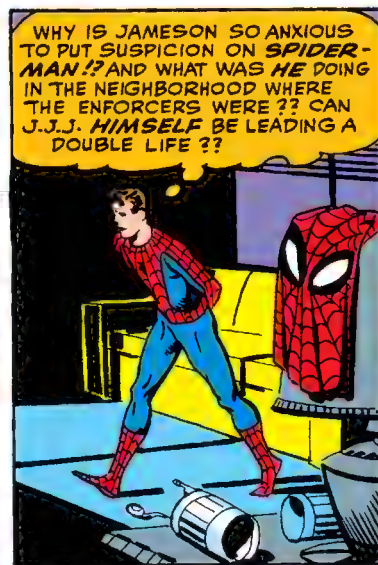
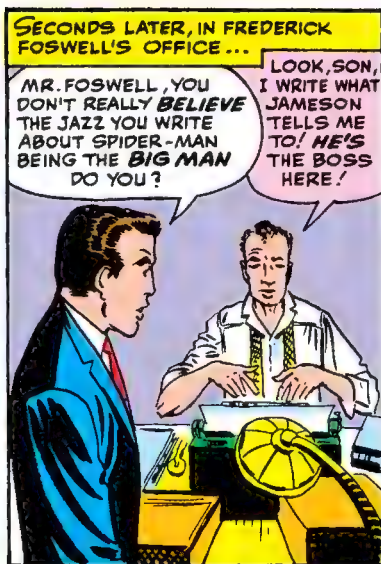
UNGHH!

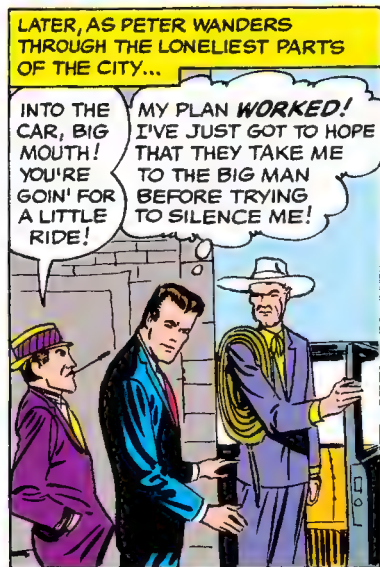
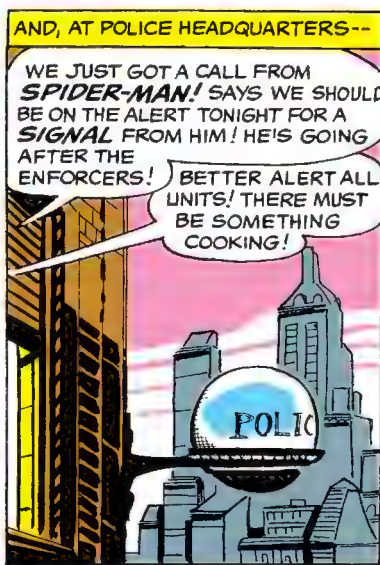
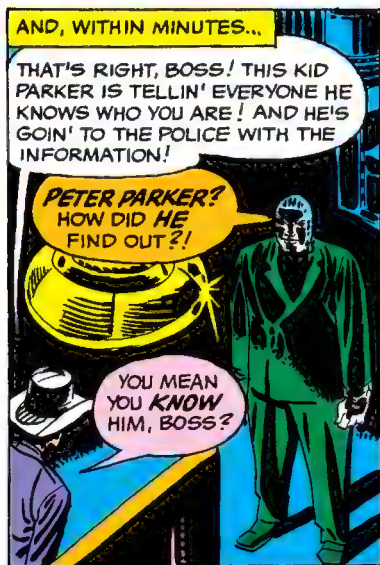
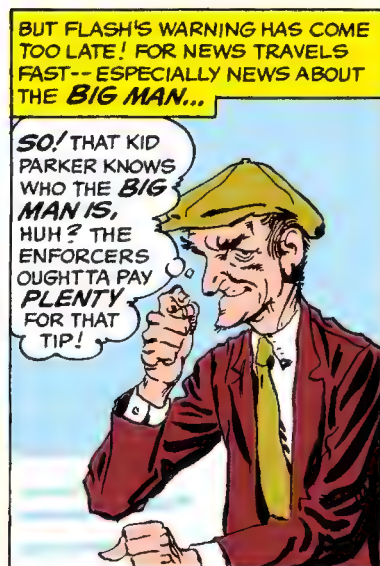
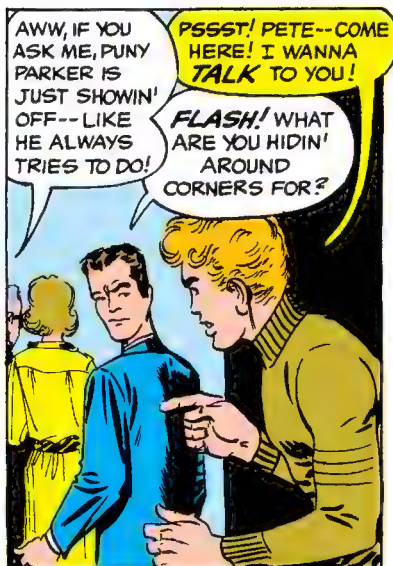
BUT, THERE'S A LIMIT TO **ANY-ONE'S** ENDURANCE...EVEN ONE AS AMAZING AS SPIDER-MAN..!

GETTING WEAK! DOCTOR TOLD ME TO TAKE IT EASY FOR A WHILE! MY BODY HASN'T YET REPLENISHED THE SPIDER BLOOD CELLS WHICH I LOST IN TRANSFUSION!

HATE TO HAVE 'EM THINK I'M RUNNING OUT ON A FIGHT, BUT I'VE GOT TO CUT OUT WHILE I STILL **CAN!**

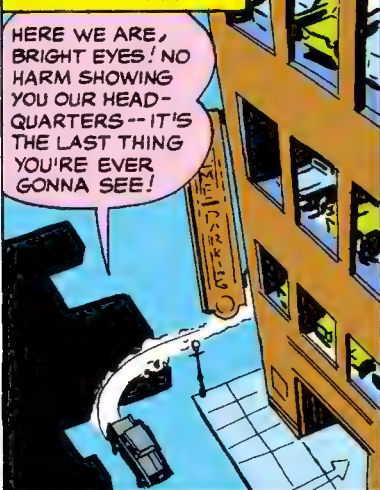






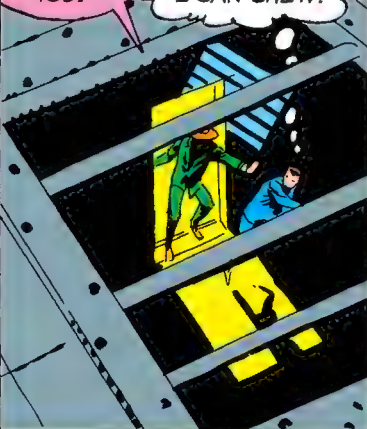
FINALLY, THE ENFORCERS' CAR REACHES A LARGE INDOOR AUTO PARKING BUILDING...

HERE WE ARE, BRIGHT EYES! NO HARM SHOWING YOU OUR HEAD-QUARTERS--IT'S THE LAST THING YOU'RE EVER GONNA SEE!



INSIDE, JUNIOR--UNTIL THE **BIG MAN** SENDS FOR YOU!

WELL, THIS IS WHAT I WANTED! I JUST HOPE I DIDN'T BITE OFF A LOT MORE THAN I CAN CHEW!

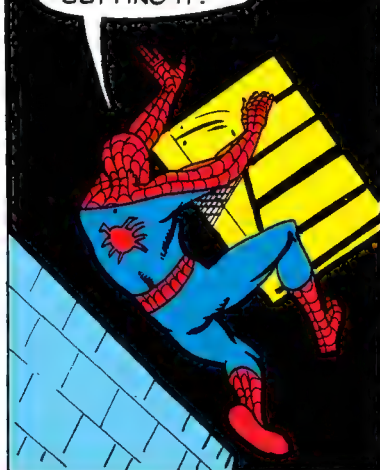


ALONE IN THE ROOM, PETER STRIPS OFF HIS OUTER CLOTHES, AND THEN...

PETER PARKER COULD NEVER REACH THAT AIR VENT IN THE CEILING-- BUT FOR SPIDER-MAN, IT'LL BE A BREEZE!



COME ON, SPIDER STRENGTH!! JUST A LITTLE MORE **OOMPH** NOW! AHH, I'M GETTING IT!



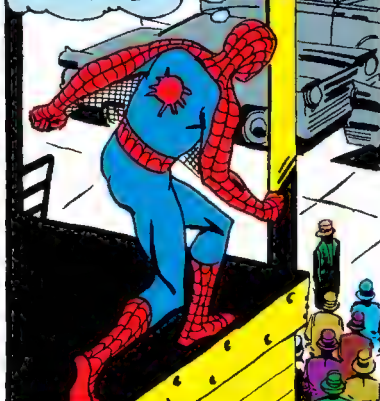
AND, JUST ON THE OTHER SIDE OF THE WALL...

ALL THE RACKET BOSSES IN THE CITY ARE HERE FOR THIS WEEK'S NEW ORDERS, BOSS!

GOOD! THE POLICE ARE BEGINNING TO CATCH TOO MANY OF OUR UNDERLINGS --SO I HAVE SOME PLANS FOR NEW PRECAUTIONS FOR US TO TAKE!



WOW! I'VE STUMBLERD ONTO SOMETHING **BIG**! EVERY TOP MOBSTER IN THE CITY SEEMS TO BE DOWN THERE! TOO MANY FOR EVEN **SPIDER-MAN** TO HANDLE! I'D BETTER ALERT THE POLICE!



WHAT'S THE **MATTER** WITH ME! I WAS SO INTENT ON WHAT I SAW THAT I DIDN'T HEED THE SILENT TINGLE OF MY **SPIDER SENSE**!

BIG MAN! UP HERE-- I JUST CAUGHT A **SPY!** **SPIDER-MAN!**



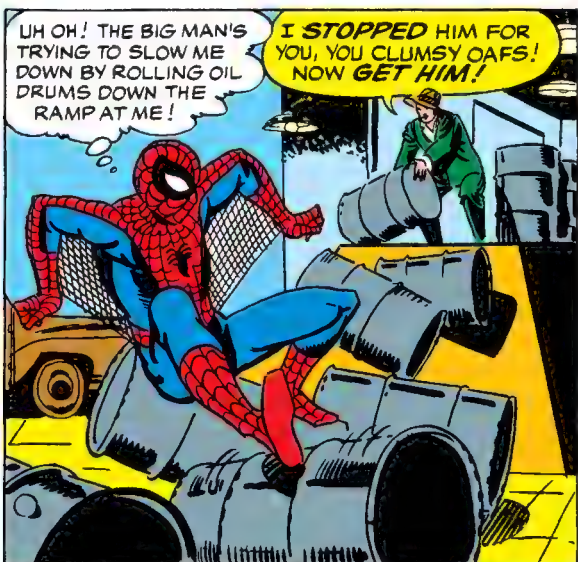
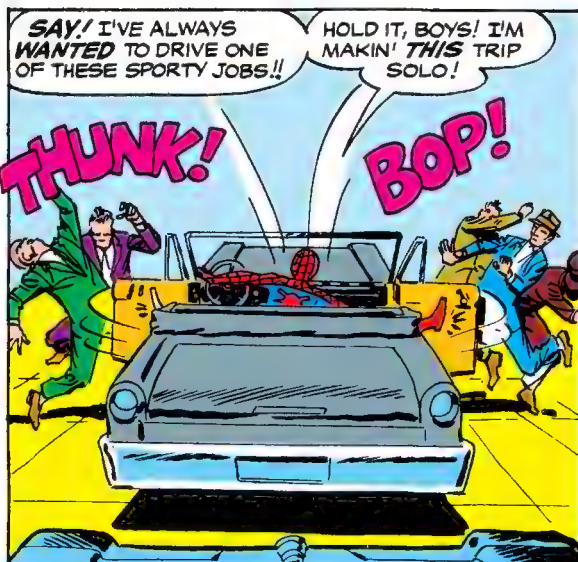
AFTER HIM-- ALL OF YOU! HE MUST NOT ESCAPE! **GET HIM!**

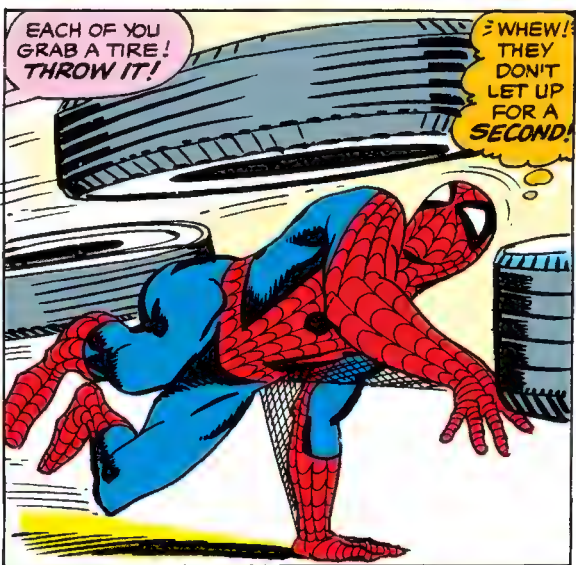
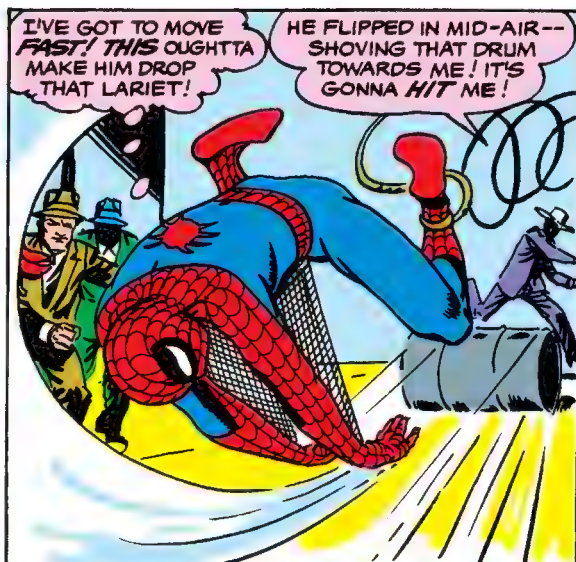
DON'T BE SUCH AN EAGER BEAVER, **BIG MAN!** I'M NOT GOIN' ANYWHERE!

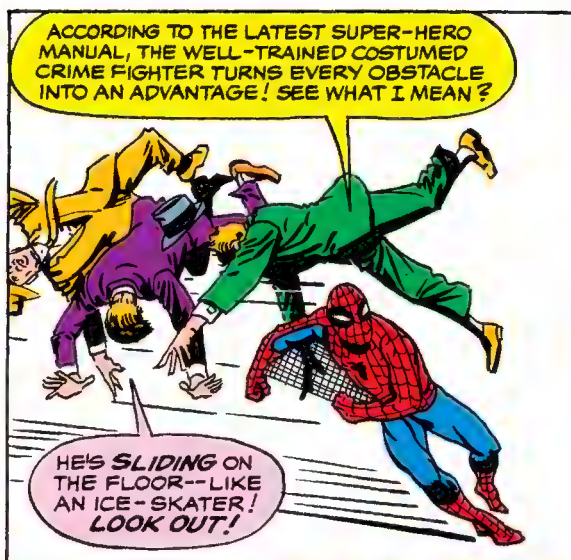


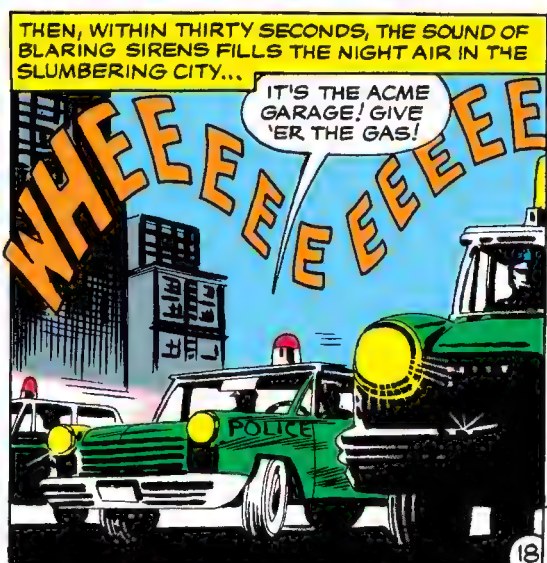
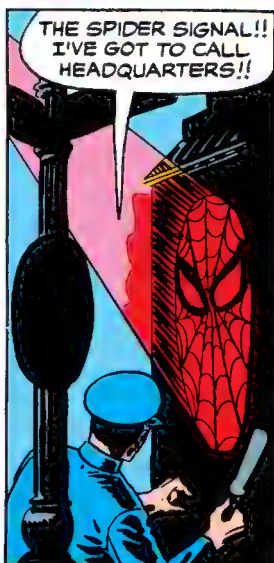
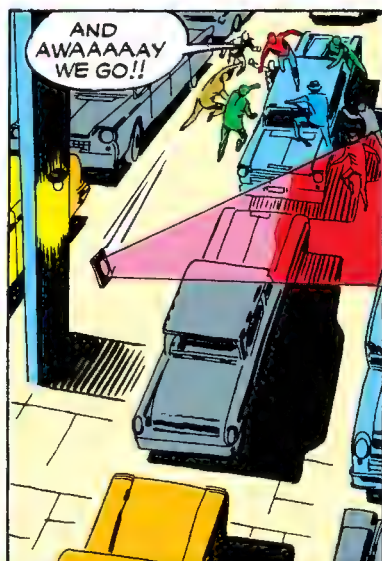
NO NEED TO RUSH, BOYS! TAKE YOUR TIME! I'LL SEE THAT YOU ALL GET WHAT'S COMING TO YOU!

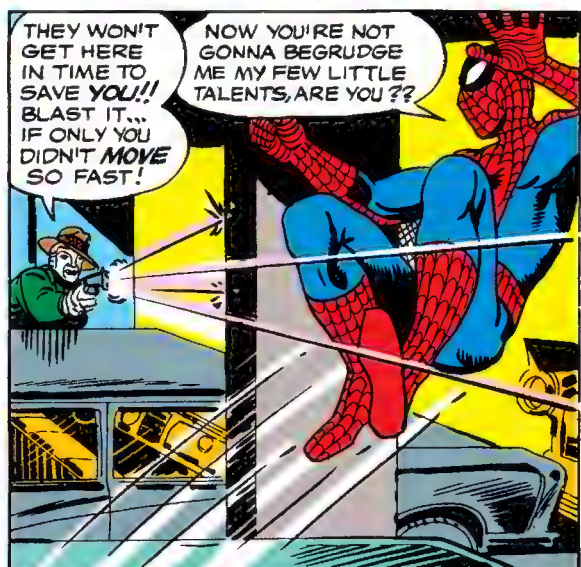


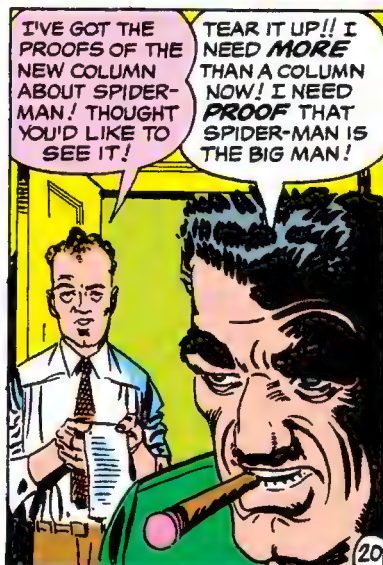
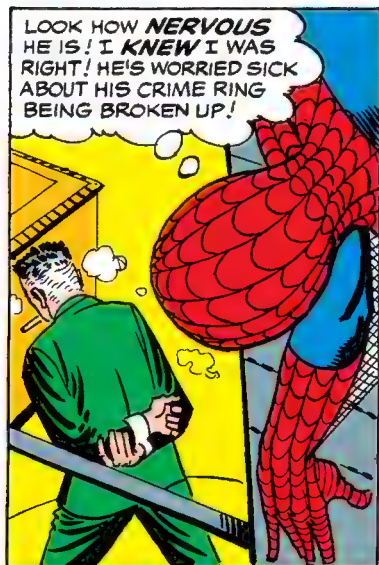
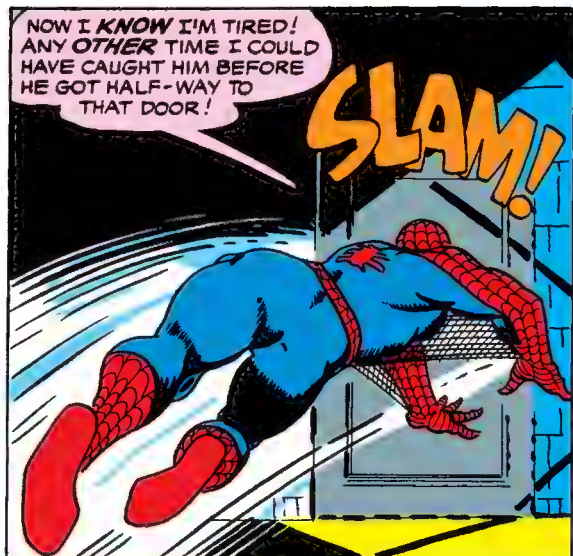


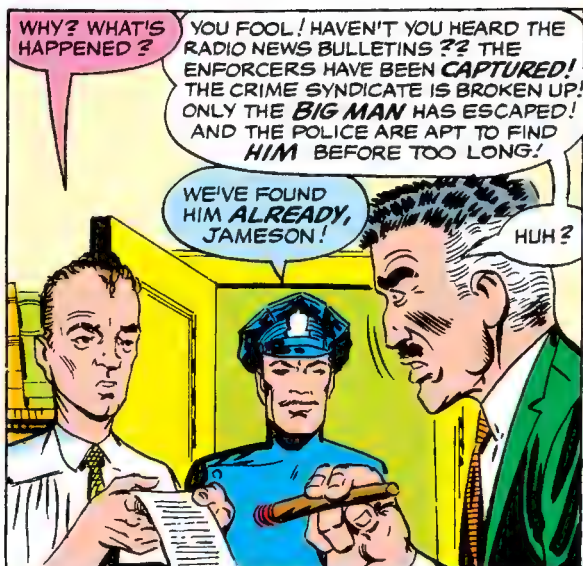










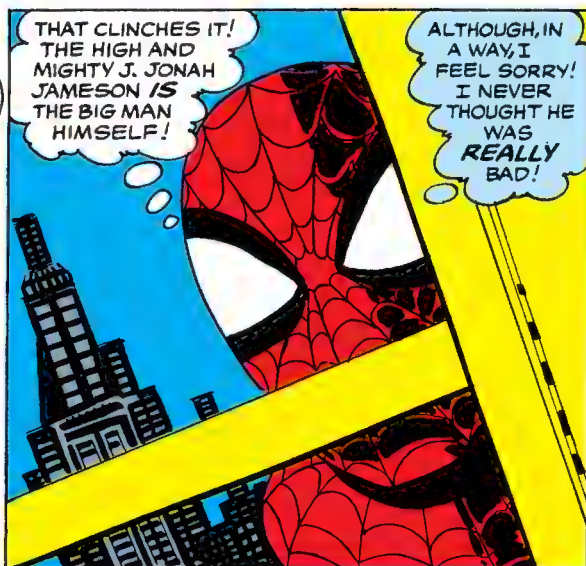


WHY? WHAT'S HAPPENED?

YOU FOOL! HAVEN'T YOU HEARD THE RADIO NEWS BULLETINS?? THE ENFORCERS HAVE BEEN CAPTURED! THE CRIME SYNDICATE IS BROKEN UP! ONLY THE **BIG MAN** HAS ESCAPED! AND THE POLICE ARE APT TO FIND **HIM** BEFORE TOO LONG!

WE'VE FOUND HIM **ALREADY**, JAMESON!

HUH?



THAT CLINCHES IT! THE HIGH AND MIGHTY J. JONAH JAMESON **IS** THE **BIG MAN** HIMSELF!

ALTHOUGH, IN A WAY, I FEEL SORRY! I NEVER THOUGHT HE WAS **REALLY** BAD!



DON'T TRY TO SNEAK **OUT** OF HERE, FOSWELL! WE HAVE THE PLACE SURROUNDED! YOU MIGHT AS WELL COME ALONG PEACEFULLY!

FOSWELL?

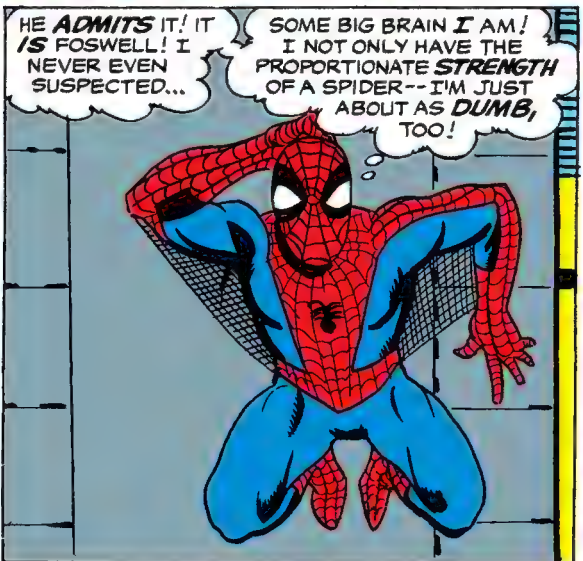
FREDERICK FOSWELL?? BUT I THOUGHT IT WAS JONAH?? HOW CAN LITTLE FOSWELL BE THE **BIG MAN**?



WE FOUND ALL THE EVIDENCE WE NEEDED IN YOUR **CAR**, WHICH WE SAW SPEEDING AWAY FROM THE GARAGE!

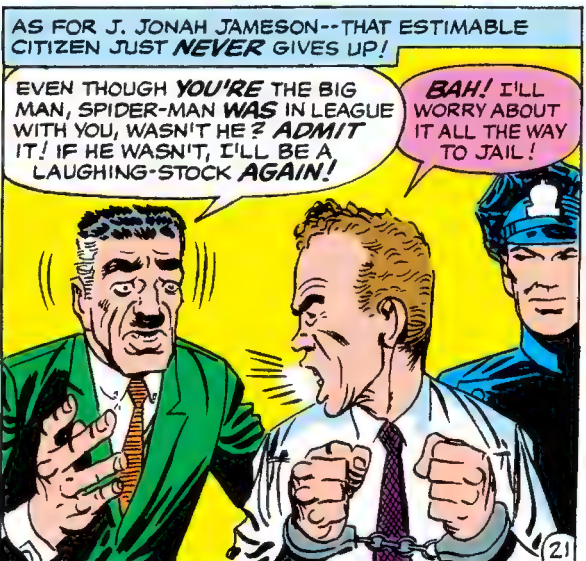
PRETTY CLEVER, FOSWELL--USING SPECIAL BUILT-UP SHOES--AN OVER-SIZED PADDED JACKET, AND A SMALL AMPLIFIER TO DISGUISE YOUR VOICE!

I'D HAVE GOTTEN AWAY WITH IT, **TOO...** IF NOT FOR SOME CRUMMY LUCK!



HE **ADMITS** IT! IT **IS** FOSWELL! I NEVER EVEN SUSPECTED...

SOME BIG BRAIN I AM! I NOT ONLY HAVE THE PROPORTIONATE **STRENGTH** OF A SPIDER--I'M JUST ABOUT AS **DUMB**, TOO!



AS FOR J. JONAH JAMESON--THAT ESTIMABLE CITIZEN JUST **NEVER** GIVES UP!

EVEN THOUGH **YOU'RE** THE **BIG MAN**, SPIDER-MAN **WAS** IN LEAGUE WITH YOU, WASN'T HE? **ADMIT** IT! IF HE WASN'T, I'LL BE A LAUGHING-STOCK **AGAIN**!

BAH! I'LL WORRY ABOUT IT ALL THE WAY TO JAIL!

LATER, AFTER HIS OFFICE HAS EMPTIED OUT...


AM I **ALWAYS** TO BE THWARTED, EMBARRASSED, FRUSTRATED BY **SPIDER-MAN??**

I HATE THAT COSTUMED FREAK MORE THAN I'VE EVER HATED ANYONE BEFORE! I'LL NEVER BE CONTENTED WHILE HE'S FREE!



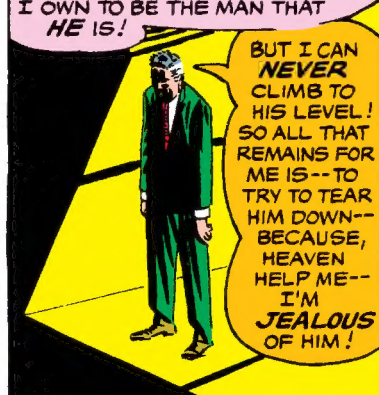
ALL MY LIFE I'VE BEEN INTERESTED IN ONLY ONE THING-- MAKING MONEY! AND YET, **SPIDER-MAN** RISKS HIS LIFE DAY AFTER DAY WITH NO THOUGHT OF REWARD! IF A MAN LIKE HIM IS GOOD--IS A HERO-- THEN WHAT AM **I??**

I CAN NEVER RESPECT MYSELF WHILE **HE** LIVES!



SPIDER-MAN REPRESENTS EVERYTHING THAT I'M **NOT**! HE'S BRAVE, POWERFUL AND UNSELFISH! THE TRUTH IS, I **ENVY** HIM! I, J. JONAH JAMESON--MILLIONAIRE, MAN OF THE WORLD, CIVIC LEADER-- I'D GIVE EVERYTHING I OWN TO BE THE MAN THAT **HE** IS!

BUT I CAN NEVER CLIMB TO HIS LEVEL! SO ALL THAT REMAINS FOR ME IS-- TO TRY TO TEAR HIM DOWN-- BECAUSE, HEAVEN HELP ME-- I'M **JEALOUS** OF HIM!



AND, AT THE OTHER SIDE OF TOWN, AS **SPIDER-MAN** REACHES HIS HOME...

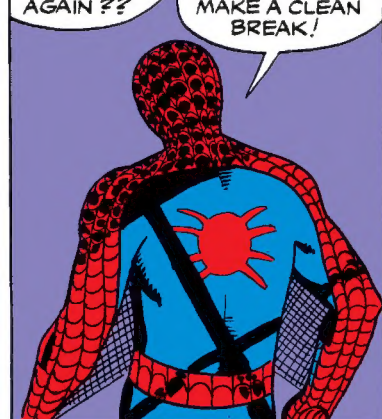
HERE'S A LETTER FROM AUNT MAY! SHE'S HAVING A FINE TIME IN FLORIDA!

BUT NOTHING FROM BETTY! NOT EVEN A CARD!



WHAT IF SHE **NEVER** GETS IN TOUCH WITH ME ?? IF I NEVER HEAR FROM HER AGAIN ??

IT MAY BE WHAT SHE WANTS! PERHAPS SHE DOESN'T CARE FOR ME--AND SHE WANTS TO MAKE A CLEAN BREAK!



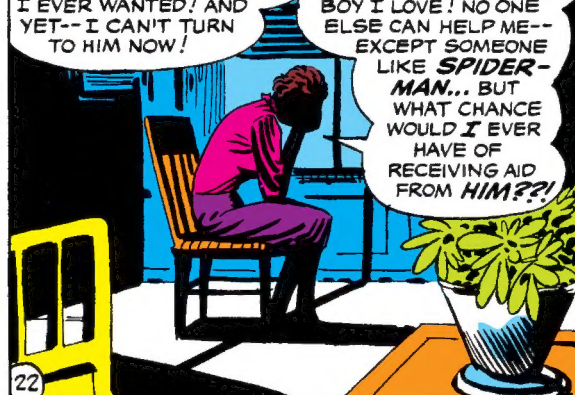
NO! I CAN'T BELIEVE IT! I **WON'T**! IT'S SOMETHING ELSE! SHE'S IN TROUBLE--WORRIED! IF ONLY I KNEW WHAT THE MATTER WAS! IF ONLY SHE'D LET ME **HELP** HER !!



AT THAT MOMENT, IN A SMALL TOWN IN PENNSYLVANIA, BETTY BRANT SITS ALONE IN A LOCKED HOTEL ROOM, WEEPING SILENTLY TO HERSELF...

LIFE IS SO MEANINGLESS, SO EMPTY WITHOUT PETER! HE--HE'S ALL I HAD--ALL I EVER WANTED! AND YET-- I CAN'T TURN TO HIM NOW!

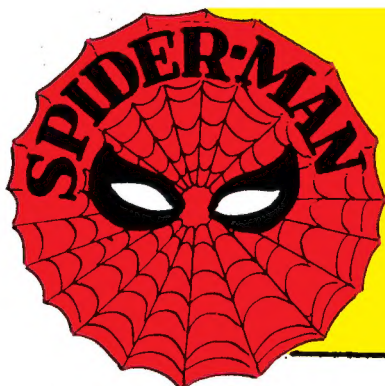
I'VE GOT TO SEE THIS THRU **ALONE**! I CAN'T RISK THE LIFE OF THE BOY I LOVE! NO ONE ELSE CAN HELP ME-- EXCEPT SOMEONE LIKE **SPIDER-MAN**... BUT WHAT CHANCE WOULD **I** EVER HAVE OF RECEIVING AID FROM **HIM??**!



AND SO WE LEAVE OUR FRIENDS DANGLING IN A WEB FAR MORE POWERFUL THAN ANY WHICH **SPIDER-MAN** CAN WEAVE-- THE MYSTERIOUS, DRAMATIC WEB OF **FATE**! NEXT ISSUE WE WILL MEET A GREAT NEW VILLAIN-- FIND MORE SPECTACULAR THRILLS-- AS **SPIDER-MAN** DISCOVERS THE STRANGE SECRET OF BETTY BRANT!

THE END
...FOR NOW!





SPIDER'S WEB

Please address
your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve,

Encore — a jillion encores for your marvelous mag! I can't pinpoint it, but SPIDER-MAN has class! His originality deserves a toast, or a Medal of Honor; his costume is a feather in Mr. Ditko's hat; and his foes — well, when Spider-Man makes an enemy, it's a doozy! Oh, the laurels that will rest on your name for your contribution to juvenile literature!

Mike Finley
1243 Park Ave.
Amherst, Ohio

**Waddaya MEAN "juvenile literature", Mike??
Don't tell us KIDS have been reading these
masterpieces!!**

Dear Stan and Steve,

Nuts! So everybody's an art critic! Imagine a bunch of fans trying to tell people who have been in the business for years how to run a comic book. I'm fed up with it, and I dare some of you stateside guys and gals to write me and say I'm wrong. Well, now that I've got that off my chest, I'll tell you that this is one G.I. who likes SPIDER-MAN and will keep reading your 12¢ (underpriced!) comics! By the way, Germany is great! Caught in your web —

PFC Dennis E. Northern
RA 17630800
HQ Co 3d Med. Tank. Bn.
35th. Armor, Ramberg, Germany
APO 139, New York, N. Y.

**Thanks, soldier — but AT EASE for a minute!
No one's telling us how to run our mags! We
merely get a lot of helpful suggestions, and we
love 'em! Remember, it takes knocks as well as
boosts to keep an editor on his toes!**

Dear Stan and Steve,

At the beginning of "Spider-Man vs. Doctor Doom" You state, "This may not be the greatest story ever written..." Well, you were right — it wasn't. In fact it was the poorest Spider-Man episode to date. Steve Ditko's artwork was his worst to date. In one panel he shows Spider-Man without his spider-emblem, in the next with it, but without his netting, and in the next without both. Also he has Dr. Doom's belt vanishing and appearing again in the next panel. Steve's version of Dr. Doom was so bad that Doc would have looked better without his mask. Please stop those ridiculous half Spider-Man, half Peter Parker pictures! You don't know how stupid they look. One last matter, has Dr. Doom got a financial interest in your comics? He turns up with monotonous regularity every month — the only comics he hasn't appeared in so far are KID COLT and MILLIE THE MODEL. He is one of the finest villains in comics today so please don't overdo him! I hope you don't mind this critical letter but I know you will be pleased to know that I can't help handing my ninpence over for every comic you turn out.

James Smith
9 Crealock St.
Kirkdale, Liverpool
Lancashire, England

**WHAT!! You only pay ninpence in England for
SPIDER-MAN?? One more complaint, Jimmy,
and we're liable to cut off your supply! As far as
Doc Doom having a financial interest in our mags,
we sometimes think that beneath his mask he's
really our BOSS!**

Dear Stan and Steve,

I have been reading your MARVEL line ever since you started including super-heroes. All your efforts are good, but SPIDER-MAN is the best. Naturally, I've a run of Spider-Man since AMAZING ADULT FANTASY #15 and have enjoyed them all. SPIDER-MAN #6 started off with a fine cover. For one, I hate those ugly word balloons on most of your covers. I'm glad you didn't have one on this issue. The action and art was very good all through the story, but there is the poor paneling that dulls some of it. Back in the late forties, you were masters at "staggered panels"—wha' happen? If a panel is designed to fit the scene, it makes that particular panel much more exciting. Please try this out soon.

Don Foote
703 S. Perry St.
Johnstown, N. Y.

**Good suggestion, Don, but staggered panels have
never really appealed to us. We feel the interest
and excitement should come from the drawing
itself, rather than the shape of the panel's borders.
Just as we're more interested in a painting
than its frame. But, what do our BOSSES say?
(Namely — YOU, the readers!)**

Dear Stan and Steve,

One thing I like about Steve's art is—he really gives the fans (the beady-eyed little rascals) something to gawk at! What with Liz and Betty cavorting around in every issue! Aunt May is all right too, if you're about 80 and like that type—unfortunately I'm 21! Got something to say to Stan, too. Namely, about the AVENGERS! By George, it is pretty ridiculous when you stop to think of it! A Norse god cavorting around with a green-skinned brute, a giant that formerly was a pygmy, and a creep that walks around in an iron suit! Boy, he must be pretty hard up for company! But, you know what—I like it! Phooey on the Lizard! Let's have "Doc Ock" back!

John F. Lebar
305 No. Jordan St.
Allentown, Pa.

**Look who's criticizing! A guy who doesn't even
like Aunt May's type! Just wait till you're eighty,
Johnny, boy!**

Dear Stan and Steve,

I think your greatest super-villain is... J. Jonah Jameson! Power?... power of the press! (but of course!)

David Nicholson
639 Drake
San Jose 25, Calif.

**And just when we thought ol' J.J.J. was getting
popular enough to become the HERO of a new
series! Oh well, thanks for setting us straight,
Dave!**

Dear Stan and Steve,

You have improved since ish #5 of SPIDER-MAN! Last time you drew his costume incorrectly THIRTY TIMES! This time it was only sixteen! Let's see you make that number, "0" in the next issue!

Kenny Chance
51 Hull Street
Brooklyn 33, N. Y.

**And did you notice also, Ken, that we left a button
off the coat of a man standing way in the back-
ground of a crowd scene in ish #3? We're just a
team of incompetents!**

CONTINUED...

Dear Stan and Steve,

I'm sure the rest of your readers and I feel the same way toward your personal message in SPIDER-MAN #6. Many of us are probably collectors or followers of many different magazines, but no successful magazine has ever given us the pleasure or experience which we get from seeing you and Steve match wits in creating the unusual Spider-Man adventures. Your reading of every letter, whether good or bad, I'm sure has gained a great impression on your readers. I know you enjoy creating Spider-Man's adventures because you show it not just in printing it but also in your fine outstanding art. I admit Peter Parker's growing success is partly due to us, but our suggestions and criticisms are only words. It is your job to put our words to work which sometimes can be very difficult since we all have different opinions, but since you're doing a great job, you don't have to worry. So from our dazzled eyes and startled bodies, congratulations on what is truly the success story of the year—THE AMAZING SPIDER-MAN!

Doug Austin
3996 Casgrain Drive
Windsor, Ontario

To say we're flattered by the obviously sincere feeling in this letter from Canada would be a rank understatement. Our heartfelt thanks to you, Doug.

Dear Stan and Steve,

You really had something with the Lizard! He was the most worthy villain ever to match wits with the Spider-Man. The reason I liked him so much was because I liked his origin. Also, I liked the little sub-plot where Spider-Man had to save the good doctor who had turned into a lizard, yet had to rid the world of the Lizard. It is these sub-plots which really add to the story, so keep them up. In future issues I hope you won't bring back Dr. Doom, because I dislike the way Steve Ditko draws him. Not that he doesn't draw well... he's excellent! But he just can't copy Jack Kirby's style. (Jack Kirby can't copy Steve's work either—see the FF ANNUAL in which Spider-Man appears.) Well, anyway, Spider-Man remains the greatest super-hero since the Human Torch and/or Thor.

John Favareau
134 Convent Place
Yonkers, N. Y.

Muchas gracias, J.F., but did you ever hear of the FANTASTIC FOUR? We're told that they're kinda popular, too!

Dear Stan and Steve,

There are no words capable of telling how fabulous issue #6 was! (SPIDER-MAN, of course!) It was without a doubt the greatest comic I ever read! The artwork was magnificent, especially the cover. The story was very unusual and very entertaining. I am sure that you will have a difficult time topping AMAZING SPIDER-MAN #6. If you do, by some chance, happen to top #6, you will hear from me. I know this letter isn't very long but I think it states very clearly what I and a million other kids think about the truly AMAZING SPIDER-MAN!

Richard Petroc
146 River Road
Hinckley, Ohio

Better have another talk with those "million kids", Dick! Although SPIDER-MAN is a top-selling mag, we haven't yet hit the million mark—so SOME of those kids aren't buying!!

SPIDER SCRATCHINGS

(We haven't room for enough complete letters, but here are a few samplings that might interest you!)

"In Sandman you have developed the greatest, most potentially everlasting villain in comic history."—Mike Randall, Atchison, Kansas... "The public ought to wake up to the fact that Spider-Man isn't a villain."—Ronnie Rigdon, Bossier City, La... "Have a Spider-Man Annual."—Ric Klein, Twinsbury, Ohio... "Spider-Man is different in a field where it is hard not to be trite."—Katherine Philippe, Palatine, Ill... "Don't give him a female counterpart or a fabulous hideout."—Frank Tugwell, Bastrop, La... "Since Spider-Man #4 was so realistic, are you sure it

wasn't a true story, fellas?"—Randy Montgomery, Niagara Falls, Ontario. (Ed. Note: When did we ever say these stories aren't true?!!) ... "I think the reason for your success is that Spider-Man reaches inside to what would really happen if a person were given powers."—Steve Conner, Rome, Ga... "Why not have Spider-Man join forces with Ant-Man and the Wasp to form an "Insects, Inc.?"—Charles Rubin, Rye, N.Y. ...

SPECIAL ANNOUNCEMENTS SECTION:

- Didja ever have a tiger by the tail? WE have! The votes are in on our "May We Drop These Letters Pages?" poll! We bow, as always, to your wishes! The overwhelming majority of letters demanded we *continue* this section, so that's that! Anyway, if Spidey can learn to climb walls, maybe we can learn to go without sleep!
- And now for our assorted Marvel musings...
- While we haven't worked out all the details of the plot yet, our next ish will shed further light on the strange secret of Betty Brant's past. It will also take Peter Parker (and his peck of pickled peppers) to a different town, and pit him against a different type of super villain. (You may think there are no new types of super-villains LEFT, but we may just surprise you!)
- By the way, we've received a ZILLION letters commenting on the fact that SGT. FURY AND HIS HOWLING COMMANDOS lost Junior Juniper in battle in ish #4! You may remember that we once promised to try to produce the most realistic mags of all—and judging by your reactions, you feel we're succeeding. So, many thanks for your letters—and wait till you see some of the future surprises we have in store for you at MARVEL, the House of Ideas!
- In our highly successful new mag, X-MEN, a group of evil mutants has been often mentioned but never seen—until NOW, that is! However, in ish #4, on sale Jan. 3rd, you will actually meet these uncanny characters and see how they operate! We suggest you try not to miss it!
- You'll notice we don't always refer to all our issues as "The Greatest Story You've Ever Seen!"—at least we TRY not to. We'd like to feel that when we DO recommend a special ish or story, you'll know we really mean it. And, with this in mind, we DO strongly suggest that you buy THE AVENGERS #4, on sale the 3rd of Jan.! It features the actual return of one of the greatest heroes of the Golden Age of Comics—Captain America, and it explains where he's been, and how he joins the Avengers! We feel it will be one of the most talked-about single issues of the year!
- In fact, it looks like the mags which go on sale Jan. 3rd are really going to make a hit! For example, the greatest title of all—FANTASTIC FOUR, features a sensational battle between The Hulk and The Thing, for those many readers who felt the fight scenes in their last encounter were too brief! This time we present what is probably the greatest, longest, most dramatic battle in comics mag history, between two of the most powerful foes of all! (Well, there goes our short-lived attempt at understatement!)
- We wanted to mention our other mags, but we're clean out of space. So we'll close by saying watch for the mags with the MARVEL seal in the upper left-hand corner! We pledge that each and every one of them tries to reward your loyalty by giving you the finest, and the most original stories and art we are capable of! So, until next ish, we at the Marvel bullpen wish you happy days and peaceful nights—and remember, whether you chose our titles, or some of the many fine magazines produced by our competitors, a comic magazine is still your best 12¢ entertainment value!

FOR A LISTING OF MORE MARVEL COLLECTIONS, DOWNLOAD



Go to your local comic shop to pick up these great collections!
And stay tuned to the Marvel App for more amazing collection releases.
To find a comic shop near you visit www.comicsshoplocator.com